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CR2E031(9/92)

AMENDMENT TO THE ARTICLES OF INCORPORATION

TRANS METROPOLITAN, CORP.



'BEFORE ME, the undersigned authority, this day personally appeared Luis Felipe Berckemeyer Yriberry, Roberto Antonio Maxera Sinclair and Richard Whelen Sears who first by me being duly sworn deposes and says:

That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

First: Be it amended that Article VIII of the original Article of Incorporation has been changed to read Richard Whelen Sears President/Vice-President/Treasurer/Secretary/Director and sole shareholder of the company. That Luis Felipe Berckemeyer Yriberry and Roberto Antonio Maxera Sinclair have on the date set forth below resigned as officers and directors of the company.

Second: Be it amended that the corporation officers are hereby changed and shall hereafter be known as Richard Whelen Sears - President/Vice-President/Treasurer/Secretary/Director.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 27th day of October 1998.

Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.

Richard Whelen Sears, Director President

Roberto Antonio Maxera Sinclair

Luis Felipe Berckemeyer Yriberry