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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

CARTERO EXPRESO INC.



Pursuant to the provisions of section 607.1003, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article First is hereby ammended to read:

The name of the corporation is : Cartero Expreso, Inc.

and its principal place of business will be at : 1132 SW 8 Street Miami, Florida 33130

SECOND: Article EIGHTH Officers is hereby amended to read: OFFICERS - The officers of this corporation shall be as follows:

Office Name Post Office Address

PRESIDENT HECTOR J. ARTICA 1132 SW 8 STREET MIAMI, FL 33130

SECRETARY ORLANDO ARTICA 1132 SW 8 STREET MIAMI, FL 33130

THIRD: Further, that there being no further business before the board of directors of the Incorporators.

THE AMENDMENT was adopted by the board of directors with shareholder action, and shareholders have ratified same on this June 30, 1998.

Signed this ____ day of June 1998.

By:

HECTOR

ARTICA, President/Secretary/Director