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February 3, 1999

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Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

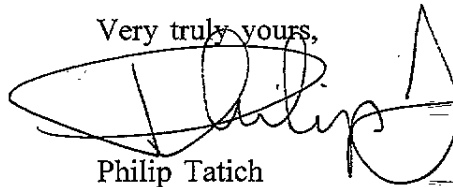
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Re: *Condor Logistics, Inc.*

Gentlemen:

Enclosed are the original *Articles of Amendment to Articles of Incorporation* being filed on behalf of the referenced corporation, together with our trust account check in the amount of \$87.50 to cover the filing fee (\$35.00) and the cost of a certified copy (\$52.50). Upon filing, please return the certified copy to the undersigned.

Very truly yours,


Philip Tatich

FILED
99FEB-8 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PT:jac

Enclosures

cc: Client

n/c

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

FILED
99 FEB -8 AM 11:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1001 of the Florida Statutes,
CONDOR LOGISTICS, INC., a Florida corporation, hereby adopts the following
Articles of Amendment to its Articles of Incorporation:

ARTICLE I - ADOPTION AND TEXT OF AMENDMENT

All of the directors of the Corporation approved a resolution amending Article I of the Articles of Incorporation by written consent dated the 12th day of January, 1999, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article I of the Articles of Incorporation by written consent dated the 12th day of January, 1999, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article III of the Articles of Incorporation:

RESOLVED: That Article I of the Articles of Incorporation of the Corporation be amended to read as follows:

**ARTICLE I
NAME AND PRINCIPAL OFFICE**

*The name of the corporation shall be **CPI INVESTMENTS, INC.** and its principal office shall be located at 341 North Maitland Avenue, Suite 340, Maitland, Florida 32751.*

ARTICLE II - EFFECTIVE DATE OF AMENDMENT

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing the Articles of Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.


DATED as of the 12th day of January, 1999.

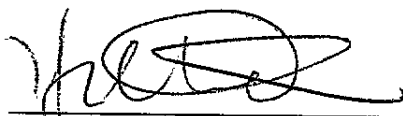
CONDOR LOGISTICS, INC.

By: 
Mitchell E. Asher, President

**STATE OF FLORIDA
COUNTY OF DADE**

The foregoing *Articles of Amendment* was acknowledged before me this 12th day of January, 1999, by **MITCHELL E. ASHER**, as President of **CONDOR LOGISTICS, INC.**, a Florida corporation, who is personally known to me or who has produced a valid Florida Driver's License as identification.

 Yilka Colni Tavaréz
★ My Commission CC757272
Expires July 7, 2002


Notary Public, State of Florida
Name: Yilka Colni Tavaréz
My Commission Expires: July 7, 2002