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LAZARUS CORPORATE FILING SERV	VICE, INC.		
(Requestor's Name)			
3320 S.W. 87th AVENUE		Sono	102635345
(Address)	777	-	1026353453 09/09/9801058005
MIAMI, FLORIDA (305)552-59 (City, State, Zip) (Phone		•	*****35.00 *****35.00
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NEW FILINGS	AMENDM	ENTS	
Profit	Amendment		
NonProfit	Resignation of F	R.A., Officer/Director	
Limited Liability	Change of Regis	tered Agent	
Domestication	Dissolution/With	drawal	
Other	Merger		
OTHER FILNGS	REGISTRATIO	Θ_{-}	9-98
	QUALIFICATIO	DN STATE	
Annual Report	Foreign		98
Fictitious Name	Limited Partners	ship	夏 鈴 斋
Name Reservation	Reinstatement		RECENVE 98 SEP -9 PMIZ
	Trademark		
	Other		

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

7	AVIOPACIFICO.	INC.	
	3150 S.W. 8TH.	STREET #203,	MIAMI, FL. 33144
	(present name	\$)	

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

In special meeting held at 8150 S.W. 8 St.#203, Miami, Fl.33144, was aproved unanimously amend the followings articules by 100% of the stockholders of this corporation:

ARTICLE 5.-OFFICERS.- The officer and director of this corporation shall be ERNESTO A. CALLE, 8150 S.W. 8 St. #203, Miami, F1.33144

ARTICLE 12. REGISTERED OFFICE AND REGISTERED AGENT. The new address of registered office of this corporation will be Juan A. Jimenez, 8150 S.W. 8 St. #203, Miami, Fl. 33144.

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SECRETARY OF STATE
TALL AHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

The date of each amendment's adoption: September 8: 1998 -
FOURTH: Adoption of Amendment(s) (check one)
The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by"
(voling group)
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signed this 8 day of September , 19 98
Signature
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
OR (By a director if adopted by the directors)
OR OR
(By an incorporator if adopted by the incorporators)
Ernesto A. Calle
Typed or printed name
President-Secretary-Treasurer & Director
Title
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACR IN THIS CAPACITY.