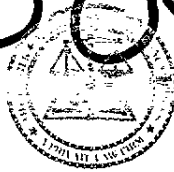


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Florida
United States Virgin Islands
St. Thomas
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Orlando, Florida 32810
Phone (407) 647-7887
Facsimile (407) 647-5396

December 22, 1998

Secretary of State
Corporate Records Bureau
Division of Corporations
P.O. Box
Tallahassee, FL 32314

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-12/28/98--01113--001
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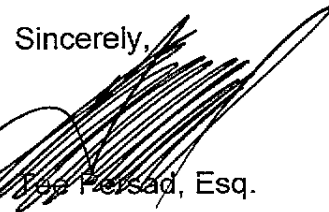
RE: On Line Transportation Services, Inc.

Dear Sir:

Enclosed for filing is the original and copy of the Articles of Amendment of On Line Transportation Services, Inc., The Certificate of Amendment for the same and check for \$35.00 to cover the filing fee.

Please file the Articles of Amendment and return the copy marked as filed to the undersigned.

If you have any questions regarding this matter, please call me collect at the above number.

Sincerely,


Ted Persad, Esq.

cc: Hector Fernandez

Tp/ad

Amend. & w/c

FILED
98 DEC 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VS JAN 8 1999

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of **ON LINE TRANSPORTATION SERVICES, INC.**, a Florida corporation, filed in Tallahassee on November 19, 1998, be and they hereby are amended in the following particulars:

a) Article I is hereby amended to read as follows:

"ONLINE TRANSPORTATION SERVICES, INC."

b) Article II is hereby amended to read as follows:

The principal office and mailing address of this Corporation is: **12319 South Orange Blossom Trail, Suite No. 265, Orlando, Florida 32837**

FILED
98 DEC 28 PM 2:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

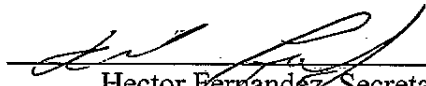
2. The foregoing amendment was adopted by the Stockholders and Directors of the corporation on the 21 day of December, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 21 day of December, 1998.

3. The number of votes cast for the Amendment by the Shareholders was sufficient for approval.

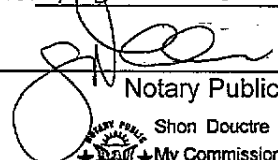
ON LINE TRANSPORTATION SERVICES, INC.

by 
Hector Fernandez, President


Hector Fernandez, Secretary

STATE OF FLORIDA)
COUNTY OF ORANGE) ss:

The foregoing signature was acknowledged before me this 21 of December, 1998 by Hector Fernandez, who presented Florida Identification No. F655-326-551720


Notary Public
Shon Doucra
My Commission CC793407
Expires November 29, 2002