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DIVISION OF CORPORATIONS

BASIC AMENDMENT

WAGON TRAIN TRANSPORT, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$43.75

Amendment

1-7-00

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WAGON TRAIN TRANSPORT, INC.**

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

FIRST: Amendment adopted on December 30, 1999.

ARTICLE VIII. OFFICERS AND DIRECTORS


This corporation shall have one (1) officer and one (1) director. The name and street address of the officer and director who shall hold office effective December 30, 1999 is as follows:

PAUL THOMAS- President, Director
2135 79th Avenue
Vero Beach, Florida 34966

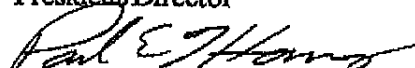
The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

Signed this 5 day of January, 2000.


DEBRA J. ANDERSON
Shareholder


PAUL THOMAS
Shareholder


DEBRA J. ANDERSON
President/Director


PAUL THOMAS
Vice-President/Director

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