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BASIC AMENDMENT

AEROMAR AIRLINES, INC.

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Amendment
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AEROMAR AIRLINES, 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: The **Article VII** of the articles of incorporation is hereby amended to read:

The corporation shall have (1) directors. The number of directors may be either increased or decreased from time to time by an amendment of the by-laws of the corporation in the manner provided by law, but shall never be less than ONE (1). The name and address of the directors of this corporation is:

**P/D – Raymundo A. Polanco Alegria - 2460 NW 66th Avenue, Bldg 701
P O Box 660475, Miami Springs, FL 33166**

Second: The shareholders approved the amendment. The number of votes cast for the amendment was sufficient for approval.

Signed this 17th day of December 2001.

Signature: 

Raymundo A. Polanco Alegria- President

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