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From: Account Name : FAS-T CORP. AGENTS, INC.
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SECRETARY OF STATE
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BASIC AMENDMENT

O. & A. CARRIERS, INC.

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Amendment

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DC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

O. & A. CARRIERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(present name)

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

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the director(s) to these Articles of incorporation is (are):

ALELI VITON	PRESIDENT/	15411 SW. 177 TERRA.
	VICE-PRESIDENT	MIAMI, FL., 33187.

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:

N/A

THIRD: The date of each amendment's adoption: SEPTEMBER 30TH., 1999.

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast 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 _____ voting 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 30TH. day of SEPTEMBER, 19 99.

Signature *Aleli Viton*
 (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

(By an incorporator if adopted by the incorporators)

ALELI VITON

 Typed or printed name

PRESIDENT

 Title

Prepared by:
 CASTILLO & ASSOCIATES, INC.
 542 SW. 12TH. AVE.,
 MIAMI, FL., 33130.
 (305) 649-3403