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Guernica & Gonzalez
Certified Public Accountants
8180 N.W. 36 St., Suite 230
Miami, FL 33166

Department of State
P. O. Box 6327
Tallahassee, FL 32314

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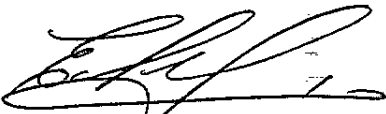
Re: CUBICA, Inc.
Articles of Amendment

Ladies and Gentlemen:

Enclosed please find the Articles of Amendment of CUBICA, INC. and a check for \$ 35 covering the filing fees.

Kindly process the Articles of Amendment and return all resulting documentation to our office.

Sincerely,



Eduardo S. Gonzalez
For the firm

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CUBICA, 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: The articles of incorporation shall be amended to read as follows:

ARTICLE I - NAME

The name of the corporation shall be:

VALUE TECH TRADING COMPANY

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8180 N.W. 36 STREET
SUITE 230
MIAMI, FL 33166

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TALLAHASSEE, FLORIDA

ARTICLE III - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE IV - SHARES

The number of shares of stock that this corporation is authorized to issue is 1,000 shares of common stock with a par value of \$ 1 per share. The shares shall be issued as follows:

EDUARDO GONZALEZ

1,000 shares

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already owns, shall have the right to purchase his pro rata share thereof (as long as it may be done without the issuance of transitional shares) at the price at which it is issued to others.

ARTICLE VI - SHAREHOLDER QUORUM AND VOTING

A majority of the shares entitled to vote, represented by person or by proxy, shall constitute a quorum at a meeting of the shareholders.

If a quorum is present, the affirmative vote of the majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE VII - CALLING OF SPECIAL MEETINGS

Special meetings of the shareholders may be called by the Board of Directors and the shareholders of no less than one tenth of all the shares entitled to vote at the meeting.

ARTICLE VIII REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

**EDUARDO GONZALEZ
8180 N.W. 36 ST., STE. 230
MIAMI, FL 33166**

ARTICLE IX - BOARD OF DIRECTORS

The corporation shall have one director . The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the corporation, but shall never be less than one. Each director shall have one vote. The name and address of the initial director are as follows:

**EDUARDO GONZALEZ
8180 N.W. 36 ST., STE. 230
MIAMI, FL 33166**

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ARTICLE X – OFFICERS

The officers of the corporation shall be as follows:..

President:	EDUARDO GONZALEZ
Vice President:	EDUARDO GONZALEZ
Trasurer:	EDUARDO GONZALEZ
Secretary:	EDUARDO GONZALEZ

ARTICLE XI – DURATION

The existence of this corporation shall be perpetual.

ARTICLE XII – BY-LAWS

The by-laws of this corporation may be adopted, altered, amended or repealed by a majority of the shareholders.

ARTICLE XIII – INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE XV - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

SECOND: The date of each amendment's adoption is August 1, 2001.

THIRD: The effective date of these amendments shall be August 1, 2001.

FOURTH: The amendments were approved by the shareholders on July 31, 2001. The number of votes cast for the amendments were sufficient for approval.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 1st. day of August, 2001.

Signature:



Gabriele Spilimbergo, Incorporator