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BASIC AMENDMENT

XYNERGIA, INC.

Certificate of Status	0
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**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
XYNERGIA, INC.**

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02 DEC 16 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of filing Articles of Amendment to the Articles of Incorporation of XYNERGIA, INC., a Florida for-Profit Corporation, hereby makes, acknowledges, and files the following Articles of Amendments to the Articles of Incorporation.

FIRST: The date of filing of the articles of Incorporation was June 28, 2001.

SECOND: The following amendments to the articles of Incorporation were adopted by the corporation:

Article II: Address:

The principal place of business and mailing address of the company shall be 5201 Blue Lagoon Drive, Suite 882, Miami, Florida 33126.:

Article VI: Registered Agent and Office

The name and street address of the Registered Agent of the Company in the State of Florida is: Juan Martin Gomez, at 5201 Blue Lagoon Drive, Suite 882, Miami, Florida 33126.

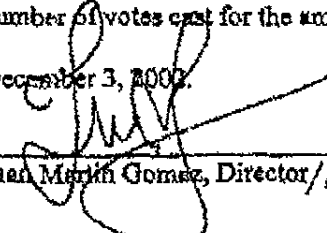
Article VII: Directors

The corporation shall have four Directors. The number of Directors have been changed in the manner provided for in the By-laws. The name and the address of the Directors are:

1. Director: Escobar, Luis Hernando, at 5201 Blue Lagoon Drive, Suite 882, Miami, Florida 33126.
2. Director: Vinucza, Maria del Carmen, at 5201 Blue Lagoon Drive, Suite 882, Miami, Florida 33126.
3. Director: Gomez, Juan Martin, at 5201 Blue Lagoon Drive, Suite 882, Miami, Florida 33126.
4. Director: Benitez, Johanna, at 5201 Blue Lagoon Drive, Suite 882, Miami, Florida 33126.

THIRD: The amendments were approved by the shareholders on December 2, 2002. The number of votes cast for the amendments were sufficient for approval.

December 3, 2002.

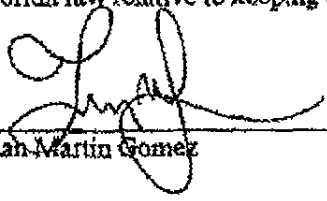


Juan Martin Gomez, Director / PRESIDENT

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ACKNOWLEDGMENT OF APPOINTMENT BY REGISTERED AGENT

Having been named the registered agent for the above Company at the place designated in the foregoing Articles of Amendment to the Articles of Organization, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.



Juan Martin Gomez

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