

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
P.C. MADRIGAL, CORP.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 1 - NAME

DELETE: P.C. Madrigal, Corp.
AD: Millennium Systems, Corp.

ARTICLE 3 - PRINCIPAL OFFICE

DELETE: 10720 w. Flagler St. Suite # 19
Miami, Florida 33174
AD: 3370 NW 72 Avenue
Miami, Florida 33122

ARTICLE 5 - DIRECTOR (S)

DELETE: Rodrigo Madrigal, President
Dairo Madrigal, Secretary
AD: Dairo Madrigal, President
Rodrigo Madrigal, Vice-President
Jesus Alberto Valencia, Secretary

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:

THIRD: The date of each amendment's adoption is January 6, 2000.

FOURTH: Adoption of Amendment(s)

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

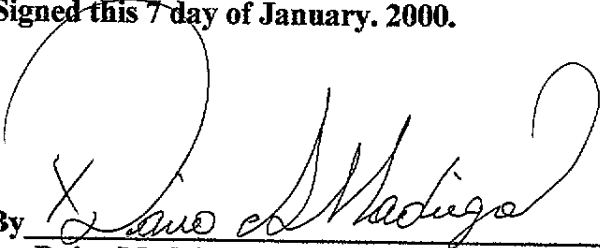
The amendment(s) was/were approved by the shareholders. The number of votes cast for he amendment(s) was/were sufficient for approval.

_____ 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 _____.

Signed this 7 day of January, 2000.

By 
Dairo Madrigal, President of the Board of Directors