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BASIC AMENDMENT

VALORES BAVARIA INTERNET INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 9, 2002

VALORES BAVARIA INTERNET INC.
701 BRICKELL AVE STE 3000
MIAMI, FL 33131

SUBJECT: VALORES BAVARIA INTERNET INC.
REF: P00000045415

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

PLEASE COMPLETE THE DATES ON THE AMENDMENT FORM.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H02000076936
Letter Number: 002A00021021

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF
VALORES BAVARIA INTERNET, INC.**

Pursuant to Sections 607.1002 and 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of VALORES BAVARIA INTERNET, INC., a Florida corporation (the "Corporation") are hereby amended according to these Articles of Amendment:

FIRST: The name of the Corporation is BARÚ
INTERNATIONAL CORPORATION

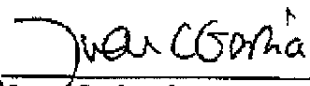
SECOND: "Article I" of the Articles of Incorporation is amended in its entirety to read as follows:

ARTICLE I

The name of the Corporation is "BARÚ INTERNATIONAL CORPORATION"

THIRD: The foregoing amendment was adopted by written consent of the Board of Directors and shareholders of the Corporation, in accordance with Sections 607.1003, 607.0704 and 607.0821 of the Florida Statutes, on 29 March, 2002, constituting a sufficient number of votes to approve the amendment.

IN WITNESS WHEREOF, the undersigned has executed this instrument
this 29 day of March, 2002.


Juan Carlos Garcia
President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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