P02000075308

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BASIC AMENDMENT

AS/NET.LA, CORP.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AS/NET. LA, CORP.

P02000075308

(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 VI

DELETE:
JUAN CARLOS TELLEZ AS DIRECTOR
780 N.W. 42 Avenue Suite 420 Miami FL 33126

ARTICLE XI:
DELETE: JUAN CARLOS TELLEZ : 18% SHAREHOLDER

ARTICLE XI
SHOULD BE:

	FERNANDO RODRIGUEZ CABRERA	33%
	FERNANDO H. RODRIGUEZ	18%
	GERMAN MARTINEZ	15%
	JOSE G. OSORIO	18%
	FERNANDO PEDRAZA	18%
	GUSTAVO TOLEDO	8%

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:

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THIRD: The date of each amendment's adoption: 06/02/03.

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

- [x] 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 100%."
  (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 4 day of June, 2003.

Signature X
(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)

FERNANDO RODRIGUEZ
Typed or printed name

PRESIDENT
Title