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Accounting Made EZ, Inc.

Accounting - Bookkeeping - Tax - Business Plans - Consulting 3800 S. Ocean Dr. #216, Hollywood, Fl 33019 (954) 927-3303

September 22, 2003

Florida Department of State

Ref: ALCAP Corp.

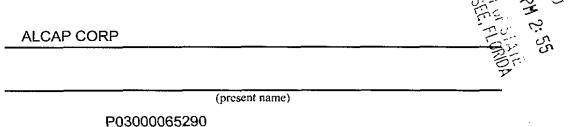
Enclosed are the articles of amendment for ALCAP Corp. and a check for \$35.00

If you have any questions, please call me any time.

Sincerely,

Adrian Mulko Accounting Made EZ, Inc.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



(Document Number of Corporation (If known)

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)

adoption of Article VI.

The number of members of the board of directors consits of two.

The board of directors are Maximiliano Capasso and Ana Andrea Be ro

The name of the president shall be Maximiliano Capasso

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: T	'he date of each amendment's adoption: 09/01/03		
	Adoption of Amendment(s) (CHECK ONE)		
12	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
۵	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 (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.		
Signature	Signed this 18 day of september 2003		
	(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)		
	GABRIEL C. CAPASSO		
	(Typed or printed name)		
	CHAIRMAN-DIRECTOR		
	(Title)		