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MIAMI, FLORIDA (305)552-5973	WICE TALLAHASSEE, FLORIDA
<u>TERESA ROMAN (TALLAHASSEE REPRESENT</u>	TATIVE
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CORPORATION NAME(s) & DOCUMEN	VINUMBER(S) (if known):
1 C.R. ANTIDOURS.	-07/31/0201045007
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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

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Pursuant to the provisions of section 607-.1006 Florida as Status, this corporation adopts the following articles of amendment to its articles of incorporation:

(present name)

FIRST: Amendment(s) adopted:(indicate article number(s) being amended, added or deleted)

Article IV: This corporation shall have 2 directors, the names, tittles and addresses is:

Omar Rios Pre. / Sec.

Calle Verra 677 Quito Piso Apt. B Capital Federal, Buenos Aires, Argentina

Maria C. Muños Pre. / Sec.

Calle Verra 677 Quito Piso Apt. B Capital Federal, Buenos Aires, Argentina

Article XI: Transfer Shares to:

Omar Rios

51 % SHARES

Maria C. Muños

49 % SHARES

SECOND: If an amendment provides for an exchange, reclassification or cancellation or 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: June / 30 / 02

FOORIII	Adoption of Amendment(S) (cneck 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
	(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	By: (Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(A director or incorporator if adopted by the directors or Incorporators)
	Omar Rios (Typed or printed name)
	President (Title)