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BASIC AMENDMENT

GALENO, INC.

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**AMENDMENT TO ARTICLES OF INCORPORATION OF
GALENO, INC.**

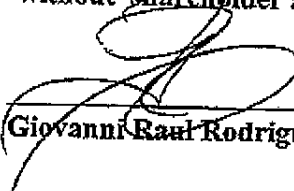
**Pursuant to the provisions of 607.1006, Florida Statutes, this Corporation
adopts the following Articles of Amendment to its Articles of Incorporation:**

Article VII. Directors:

The Directors and Officers are:

Giovanni Raul Rodriguez

**The balance of the Articles of Incorporation remain in full force and effect.
The Amendment to Articles of Incorporation was adopted by the board of directors,
without shareholder action, on August 2, 2002.**


Giovanni Raul Rodriguez, President/Director

**Lusky & Motola, P.A.
Bernardo Motola, Esquire
FL. Bar Member No. 511171
301 Almeria Avenue
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Coral Gables, Florida 33134
305-446-1245**

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