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*****35.00 *****35.00

TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): *Amended*

1. ACODEINFA INTERNATIONAL INC
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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DIVISION OF CORPORATION

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

AR
9/5/01

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLE OF INCORPORATION
OF
ACODEINFA INTERNATIONAL INC

Pursuant to the provisions of section 607.1006, Florida Statutes, the Undersigned Corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment (s) adopted:

SHALL CONSIST OF:

ARTICLE XI OF AND OFFICERS SHALL BE AS FOLLOWS:

Carlos Enrique Canencio Perez
President/Treasurer
7715 SW 86th Street
Apt. 310
Miami, Fl 33143

Jose Roberto Duque Botero
Secretary
7715 SW 86th Street
Apt. 310
Miami, Fl 33143

This corporation is organized under the Florida Law and the laws of the United States of America and shall have all the powers set forth in said laws.

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: The date of each amendment's adoption: August 1st 2001.

FOURTH: Adoption of Amendment (s) (check one)

_____ The amendment (s) was/were adopted by the incorporates or board of directors without shareholders action and shareholders action were nor required.

✓ 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

TWO (2)
(voting group)

Signed this August 21, 2001

ACODEINFA INTERNATIONAL INC
(Corporation Name)

By 
Luis Alberto Torres *President*

(Chairman of Vice Chairman of the Board of Directors, Secretary or other officer if
adopted by the shareholders)

A director of incorporated of adopted by the directors or incorporates.

Luis Alberto Torres
(Type or print name)