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

1. Allotex Metals, Inc. P000000069612
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
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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
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

8/29/00

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ALLOTEX METALS, INC.**

FILED
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CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Jorge L. Valdes
Vice-President:	Juana Valdes
Secretary:	Jorge L. Valdes
Treasurer:	Juana Valdes

SECOND: Article 5 shall be amended to state:

President:	Viviana M. Valdes
Secretary:	Viviana M. Valdes
Treasurer:	Viviana M. Valdes

whose addresses shall be the same as the principal address of the Corporation.



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THIRD: Article 6 of the Articles of Incorporation states Directors as:

Jorge L. Valdes
Juana Valdes

FOURTH: The Director of the Corporation shall be changed to:

Viviana M. Valdes

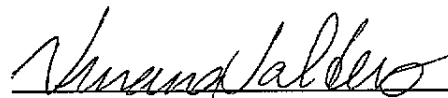
whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 4 August 2000.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 4 August 2000.



Viviana M. Valdes, Chairman of the Board of
Directors



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