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To:

Division of Corporations

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Account Name : BERRIZ & GIRALDO P.A.

Account Number: I19990000017 Phone: (305)485-9300

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RECEIVED 01 OCT -5 PM 3: 39 01VISION OF CORPORATION

BASIC AMENDMENT

ANDEAN INT'L GROUP, INC.

OF oct. 5.02

Certificate of Status	0_
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Amender

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10/5/01

October 5, 2001

ANDEAN INT'L GROUP, INC. 9010 S.W. 137TH AVENUE SUITE 113 MIAMI, FL 33186

SUBJECT: ANDEAN INT'L GROUP, INC.

REF: P00000089599

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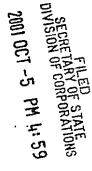
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Darlene Connell Corporate Specialist FAX Aud. #: H01000104979 Letter Number: 701A00055936 HOI 0001049799 ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF



ANDEAN INT' L GROUP, INC.

(Present name)

Pursuant to the provisions of action 607.1006, Florida Statues, 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)

ARTICLE IX SUBSCRIBERS

ANDINA DE CAUCHOS	CRA. 7# 22-01	100	\$500
CHANGE: NAME	ADDRESS	SHARES	CONSIDERATION
ANDINA DE CAUCHOS	COLOMBIA	17	\$85
MARCO A. MERA	9010 SW 137 AV MIAMI, FL 33186	33 ,	\$165
JESUS A. BENAVIDES	9010 SW 137 AV MIAMI, FL 33186	33	\$165
ORLANDO VELASQUEZ	9010 SW 137 AV MIAMI, FL 33186	17	\$85
NAME	ADDRESS	SHARES	CONSIDERATION

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

CALI - COLOMBIA

follows:

YOHIMA DEL CORRAL 4080 SW 84 AV MIAMI, FL. 33155 305-4859300

Ho10001049799-

	The date an amendment's adoption: October 5/01
IRD:	The date such amendment's adoption: OCTOBEY 5/01
URTH:	Adoption of Amendment(s) (CHECK 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
Ψ.	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.
Signa	Signed this 5 day of October / 01 ture 4 day
	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)
	Ø R
	(By an incorporator if adopted by the incorporators)
	JESUS E. BENAUTDES
	Typed or printed name
	UTCEPHESTDENT
	Title
/ Wassing	
sa cotborn	g been named as registered agent and to accept service of process for the tion at the place designated in this certificate, I hereby accept the is registered agent and agree to act in this capacity.

Registered agent signature
HO10001049799