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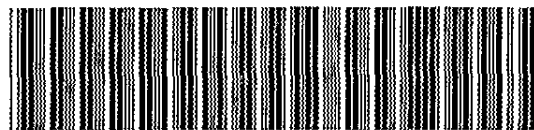
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03 DEC - 5 PM 12:34
CLERK OF STATE
TALLAHASSEE, FLORIDA

FILED

Amend / Name Chg.

[Signature]
12/15/03

ALBERTO AMOROS

SUITE 1607
TWO DATRAN CENTER
9130 SOUTH DADELAND BOULEVARD
MIAMI, FLORIDA 33156 - 7851
TELEPHONE (305) 670 - 3716
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E-Mail: jarac @ bellsouth.net

December 4, 2003

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32301

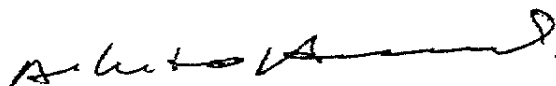
Attn.: Amendments Section

Dear Sirs:

Please find enclosed herewith an original and two copies of the **Articles of Amendment of Articles of Incorporation of Valtec Software, Inc.**, and a check for \$ 78.75 in favor of the Florida Department of State, in order to file such documents.

Please provide the undersigned with one certified copy and one stamped copy of said documents. A FedEx airwaybill is attached, so you can return these documents with them.

Very truly yours,



**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
VALTEC SOFTWARE, INC.**

FILED
03 DEC -5 PM 12: 34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VALTEC SOFTWARE, INC. a Florida corporation (hereinafter "the Corporation"), having its principal office in the State of Florida at 1550 Madruga Avenue, Suite 406, Coral Gables, Florida 33146 hereby certifies that:

FIRST: Article I - Name and Address of the Articles of Incorporation is hereby amended to read as follows:

Article I

Name and Address.

The name of the Corporation (hereinafter called the "Corporation") shall be: "VALTEC CORPORATION".

The address of the principal office and the mailing address of the Corporation is 9130 South Dadeland Boulevard, Suite 1607, Miami, Florida 33156.

SECOND: Article IV - Board of Directors of the Articles of Incorporation is hereby amended to read as follows:

Article IV

Board of Directors.

The Directors shall be elected at the annual meeting of shareholders called for the purpose, and each Director shall hold office until the date fixed by the Articles of Incorporation and the Bylaws for the next succeeding annual

meeting of shareholders and until his successor is elected, or until early resignation, removal from office or death. At any meeting of shareholders at which Directors are elected, only persons nominated as candidates shall be eligible.

The number of Directors, which shall be not less than one (1) nor more than nine (9), may be fixed or changed at a meeting of the shareholders called for the purpose of electing Directors at which a quorum is present, by the affirmative vote of the holders of a majority of the shares issued and outstanding at the meeting and entitled to vote on such proposal. In case the shareholders at any meeting for the election of Directors shall fail to fix the number of Directors to be elected, the number elected shall be deemed to be the number of Directors so fixed.

Unless otherwise provided by the Bylaws of the Corporation, the directors of the Corporation need not be shareholders.

The Directors of the Corporation who shall serve until their successors have been duly elected are:

Manuel Rodriguez de Castro	9130 S. Dadeland Blvd., Suite 1607 Miami, Florida 33156-7851
A. Alicia Peschiera Clark	9130 S. Dadeland Blvd., Suite 1607 Miami, Florida 33156-7851

THIRD: Article V - Initial Registered Office and Agent of the Articles of Incorporation is hereby amended to read as follows:

Article V

Registered Office and Agent

The post office address of the place at which the Registered Office of the

Corporation in the State of Florida will be located is Suite 1607, Two
Datran Center, 9130 South Dadeland Boulevard, Miami, Florida 33156-
7851.

The Corporation's Registered Agent is Alberto Amoros whose post office
address is Suite 1607, Two Datran Center, 9130 South Dadeland Boulevard,
Miami, Florida 33156-785.

FOURTH: Officers

The Board of Directors has elected the following persons to be Officers of the
Corporation:

Manuel Rodriguez de Castro	President
A. Alicia Peschiera Clark	Vice President & Secretary
Alberto Amorós	Assistant Secretary

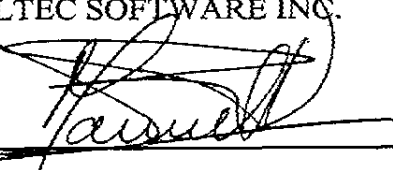
FIFTH: Adoption of Amendments

The Board of Directors of the Corporation, by unanimous written consent dated
November 20, 2003 adopted the resolutions in which were set forth the foregoing
amendments to the Articles of Incorporation, and which contained a statement declaring
that the said amendments of the Articles of Incorporation were advisable and a direction
that it be submitted for consideration by the Corporation's shareholders.

The amendments of the Articles of Incorporation as herein above set forth were
approved by the unanimous written consent of the holders of all outstanding shares
entitled to vote thereon dated November 20, 2003 in accordance with section 607.0704 of
the Florida Business Corporation Act.

IN WITNESS WHEREOF, VALTEC SOFTWARE INC. has cause these presents

to be signed in its name and on its behalf by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary on the 20th day of November, 2003.

VALTEC SOFTWARE INC.
by 
its President


Attest:


Assistant Secretary

ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT

In compliance with the Florida Business Corporation Act, the following is submitted:

I hereby accept the appointment as Registered Agent contained in the foregoing Articles of Amendment of Articles of Incorporation of Valtec Software, Inc. and agree to act in this capacity, and agree to comply with the provisions of the Florida Business Corporation Act relative to keeping the registered office open, and I accept the obligations of section 607.0505 F. S.



Alberto Amoros
9130 S. Dadeland Blvd., Suite 1607
Miami, Florida 33156

Dated: this 20th day of November of 2003.