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BASIC AMENDMENT

PC XOOM SYSTEMS, INC.

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ARTICLES OF AMENDMENT TO

ARTICLES OF INCORPORATION

OF

PC XOOM SYSTEMS, INC.	77
(former name)	
(present name)	
P01000009381	
(Document Number of Corporation)	

Pursuant to the provisions of section 607.1006, Florida Statutes, 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 VIII BOARD OF DIRECTORS

LUIS FEILIPE LOPEZ / PRESIDENT/DIRECTOR.	DELETED
ALEJANUKO VŁLEZ/ VICE-PRESIDENT	DELETED
ALEJANDRO VELEZ / PRESIDENT/DIRECTOR.	ADDED
MARIA E SOTO / VICE-PRESIDENT	ADDED

SECOND: If an amendment provides for an exchange, reclassification of 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: March 11, 2003

FOURTH: Adoption of Amendment(s)

□ The amendments(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this _11 day of March, 2003

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PC XOOM SYSTEMS, INC.

(Corporation name)

Signature (Ry the Chairman of the Board of Directors, President or other officer (f udopted by the shareholders)

OR

By a director if adopted by the directors)

(By an incorporator if gathered by the incorporators)

ALEJANDRO VELEZ PRESIDENT/DIRECTOR