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Division of Corporations

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Florida Department of State

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BASIC AMENDMENT
BETA PHARMACEUTICAL CORP.

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Amendment
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 22, 2001

BETA PHARMACEUTICAL CORP.
10975 N.W. 29 STREET
SUITE 203
MIAMI, FL 33172

SUBJECT: BETA PHARMACEUTICAL CORP.
REF: F01000036917

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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Darlane Connell
Corporate Specialist

FAX Aud. #: H01000067967
Letter Number: 801A00031376

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BETA PHARMACEUTICAL CORP.**

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Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned as incorporator of Beta Pharmaceutical Corp. (the "Corporation"), a for-profit Florida corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: Amendment adopted: Article V of the Articles of Incorporation of the Corporation should be amended as follows:

ARTICLE V

The aggregate number of shares which the corporation shall have authority to issue is ONE HUNDRED THOUSAND (100,000) SHARES of common stock, \$1.00 par value each.

SECOND: Amendment adopted: Article X will be added to the Articles of Incorporation of the Corporation as follows:

ARTICLE X

The number of directors constituting the initial Board of Directors of the Corporation is THREE (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Carlos Alberto Vallecilla	10975 N.W. 29 th Street, Suite 203 Miami, Florida 33172
José Guillermo Gómez	10975 N.W. 29 th Street, Suite 203 Miami, Florida 33172
Julio Alberto Vélez	10975 N.W. 29 th Street, Suite 203 Miami, Florida 33172

THIRD: The amendments were adopted by the incorporator without shareholder action and shareholder action was not required.

The date of this amendment's adoption is April 13, 2001.


Diego L. Restrepo, Incorporator