

P01000042004

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BASIC AMENDMENT

BLUE SWAN, INC.

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 19, 2004

BLUE SWAN, INC.
2588 SW 27TH AV
MIAMI, FL 33133

SUBJECT: BLUE SWAN, INC.
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 19, 2004

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2588 SW 27TH AV
MIAMI, FL 33133

SUBJECT: BLUE SWAN, INC.
REF: P01000042004

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.

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Articles of Amendment
to the
Articles of Incorporation
of
BLUE SWAN, INC.

Document#P01000042004

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendments (s) to its Articles of Incorporation:

ARTICLE VIII
DIRECTORS AND OFFICERS

The name and street address of the members of the Board of Directors and the Officers of the corporation will change from:

OSCAR MIRAMONTES
Bulnes 2240, Piso 15, Depto. O
Buenos Aires, Argentina, 1425

Vice President / Director

BEATRIZ VILGRE DE MADRID
2588 SW 27th Ave.
Miami, FL 33175

President

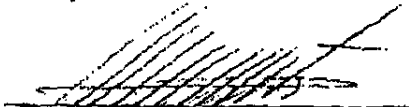
To

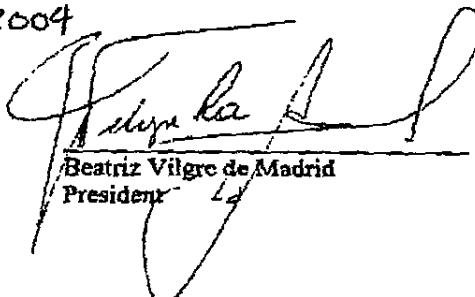
ANA MARIA RUBIO
Cra. 18 no. 94 - 22, APTO 202
Bogota, Colombia

President / Secretary / Director

The amendment was approved by the shareholders. The number of votes cast for the amendment by the shareholders were sufficient for approval.

Signed this 15 day of April, 2004.
Adoption Date: April 13, 2004


Oscar Miramontes
Director / Vice-President


Beatriz Vilgre de Madrid
President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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