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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF: ARTESA, CORP.

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:

ARTICLE VIII BOARD OF DIRECTORS

DELETE: CLAUDIA I. ARANA, as a President of the Corporation.

ADD: GERMAN PENA, as a President of the Corporation

ARTICLE IX SHARES

CHANGE: CLAUDIA ARANA 500

ADD: GERMAN PENA 500

SECOND: The date of each amendment's adoption: October 21st, 2002.

THIRD: Adoption of Amendment(s):

The amendment(s) were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this October 21st., 2002.

GERMAN PENA

IRECTOR