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Florida Department of State
Division of Corporations
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Fax Number : (850)205-0380

From: Account Name : WILLIAM J. STRANGE
Account Number : I19980000052
Phone : (305)267-2767
Fax Number : (305)267-2775

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

BERTIMED, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BERTIMED, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the followings articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

ARTICLE V

DIRECTOR(S)/OFFICERS

DELETE:

| <i>OFFICERS' TITLE</i> | <i>NAME</i> | <i>ADDRESS</i> |
|------------------------|------------------|--|
| <i>TREASURER:</i> | OSWALDO PORTILLO | 5220 N.W. 103 RD AVENUE MIAMI, FL 33178-6624 |

WILLIAM J. STRANGE
1325 SW 87TH - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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ADD:

| <i>OFFICERS' TITLE</i> | <i>NAME</i> | <i>ADDRESS</i> |
|------------------------|---------------------------------|--|
| TREASURER: | MARISELA BALLESTEROS DEMPERS | 5220 N.W. 103 RD AVENUE MIAMI, FL 33178-6624 |

SECOND: If an amendment provides for an exchange, reclassification or 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: 11/07/03

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

WILLIAM J. STRANGE
1325 SW 87TH - MIAMI, FLORIDA 33174
PHONE # 305-267-2767
FAX # 305-267-2775

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FOURTH: Adoption of Amendments(s)

✓ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
 The amendment(s) was/were approved by the shareholders through voting groups.
 The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

" The number of votes cast for the amendment(s) was/were sufficient for approved by _____."

The amendment(s) was/were adopted by the board of directors without shareholders action and shareholders action was not required.

The amendment(s) was/were adopted by the incorporators without shareholders action and shareholders action was required.

Signed this day 07 of NOV., 2003.

Signature *Marisela de Jerez* MARISELA de JEREZ
 Title President

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