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REFERENCE : 777844 81386A  
AUTHORIZATION :  
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2002 OCT 10 PM 3:30  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : October 10, 2002  
ORDER TIME : 11:53 AM  
ORDER NO. : 777844-020  
CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq  
Robert E. Aylward, Esq  
Suite 100  
600 S. Magnolia Avenue  
Tampa, FL 33606

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DOMESTIC AMENDMENT FILING

NAME: PAN AMERICAN INTERACTIVE CORPORATION

EFFECTIVE DATE: 500008314175--9  
-10/10/02--01084--003  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

XX ARTICLES OF AMENDMENT  
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

C. Coulliette OCT 10 2002

CONTACT PERSON: Heather Powell -- EXT# 1155  
EXAMINER'S INITIALS: \_\_\_\_\_

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PANAMERICAN INTERACTIVE CORPORATION

FILED  
2002 OCT 10 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act (the "Act"), **PANAMERICAN INTERACTIVE CORPORATION**, a Florida corporation (the "Corporation"), hereby amends its Articles of Incorporation (the "Articles") as follows:

**ITEM I**  
**Name**

The name of this Corporation is PANAMERICAN INTERACTIVE CORPORATION.

**ITEM II**  
**Amendment**

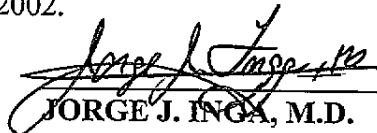
Article IV of the Articles is amended to provide as follows:

**ARTICLE IV**  
**Capital Stock**

This Corporation is authorized to issue 100,000,000 shares of voting common stock, par value \$.01 per share.

The foregoing Amendment to the Articles was adopted by the unanimous consent of the Corporation's board of directors and shareholders at a joint meeting of the board of directors and shareholders held on October 2, 2002, which consent is sufficient for approval. No shareholder group is entitled to vote separately on the Amendment to the Articles.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment the 8 day of October, 2002.

  
\_\_\_\_\_  
JORGE J. INGA, M.D.

pres./dir.