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Account Name : EMPIRE CORPORATE KIT COMPANY
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BASIC AMENDMENT

BETA INTERNATIONAL TECHNOLOGY, CORP.

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Amendment
11-09-98
DC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BETA INTERNATIONAL TECHNOLOGY, CORP.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

RESOLVED that

FIRST: The following shall be the new Vice President of the aforementioned corporation:

Mauricio Barbini
4990 N.W. 102 Place, Apt 105
Miami, FL 33178

SECOND: The date of the Amendment's adoption was November 3, 1998.

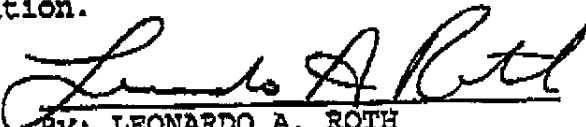
THIRD: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

Signed this November 3, 1998.

Beta International Technology, Corp.:


Sergio Casaubon - DIRECTOR

I hereby am familiar with the duties and responsibilities as registered agent for said corporation.


By: LEONARDO A. ROTH
Registered Agent

Prepared By:
Leonardo A. Roth, Esq.
9350 S. Dixie Hwy., Ph2
Miami, FL 33156
Tel: (305) 670-9994
Fl. Bar No.: 747793

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