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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. ALPHA COMPUTER & CONSULTANTS, INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
X	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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Examiner's Initials: CC

CR2E031(9/92)

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ALPHA COMPUTER & CONSULTANTS, INC.

(present name)

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

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

BOARD OF DIRECTORS	VIII	Cesar L. Mendieta,	917 SW 135CT. Miami, Fl. 33184	ADDED.
SHARES HOLDERS	X	Luis A. Mendieta,	917 SW 135 CT. Miami, Fl. 33184	50 Shares Deleted
		Cesar L. Mendieta,	917 SW 135 CT. Miami, Fl. 33184	50 Shares Added.
OFFICERS	XI	Luis A. Mendieta,	917 SW 135 CT. Miami, Fl. 33184	President & Secretary. Deleted.
		Cesar L. Mendieta	917 SW 135 CT. Miami, Fl. 33184	President & Secretary. Added.

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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:

RECLASSIFICATION AND CANCELLLATION OF ISSUED SHARES AND RECLASIFICATION AND CANCELLATION OF BOARD OF DIRECTORS.

THIRD: The date of each amendment's adoption: MAY 11th. of 1999

FOURTH: Adoption of Amendment(s) **(check one)**

[X] 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 approval by 100%.
(voting group)

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

[ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 11th day of May, 1999.

Signature ______________________
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

LUIS A. MENDIETA
Typed or printed name

PRESIDENT
Title