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BASIC AMENDMENT

PACTO ANDINO CORP.

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July 11, 2002

PACTO ANDINO CORP. 6000 SW 123 AVE MIAMI, FL 33183

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SUBJECT: PACTO ANDINO CORP. REF: P98000079068

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Karen Gibson Corporate Specialist FAX Aud. #: H02000164225 Letter Number: 302A00043059

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

HO2000/642253

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF PACTO AND INO CORP.

Amendment of the Articles of Incorporation of PACTO ANDINO, CORP, filed on September 9, 1998, and given document no P98000079068, is hereby amended to read as follows:

DIRECTORS and OFFICERS

The names and addresses of the officers and directors of the corporation shall be as follows:

P/D Hernando Restrepo 6000 SW 123 Avenue Miami, FL 33183

S/D Sara Ines Acevedo Ochoa 6000 SW 123 Avenue Miami, FL 33183

The foregoing amendment was adopted by unanimous consent of all shareholders entitled to vote on the $10^{\rm th}$ day of July, 2002.

IN WITNESS WHEREOF, the undersigned Director of this corporation has executed these Articles of Amendment this $10^{\rm th}$ day of July, 2002.

у В У :	PACTO ANDING CORP., A Florida corporation	02 JUL 11 SECRETA
	Hernando Restrepo, President	
STATE OF FLORIDA) COUNTY OF DADE)	A . *	PM 1: 18 OF STATE
The foregoing instrument was acknowledged before n	ne, this 10th day of July, 2002, by HERNANDO R	ESTREPO. who
FANSONIA NO ME THE	_ mas produced the following type of	identification
ALEJANDRO NUNEZ MY COMMISSION # CC 954767 EXPIRES: October 12, 2004 Genoed Thru Mitas Public Underenters	NOT ARY PUBLIC, State of Floring	. : . .
HO	12000/642253	-