Friday, January 8, 1999

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

: (305)672-0586

Phone Fax Number

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BASIC AMENDMENT

ORINOCO VENTURES LIMITED, INC.

Certificate of Status	0
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Florida Department of State

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From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number : 110432003053

: (305)672~0686

Phone Fax Number

: (305)672-9110

BASIC AMENDMENT

ORINOCO VENTURES LIMITED, INC.

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02
\$35.00

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 8, 1999

ORINOCO VENTURES LIMITED, INC. 201 CRANDON HOULEVARD SUITE 1028 KEY BISCAYNE, FL 33149

SUBJECT: ORINOCO VENTURES LIMITED, INC.

REF: P98000088465

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.

We can find no record of the entity named in your document. If this is the correct name, please provide us with the document number, or any other documentation supporting that this entity is registered with the Division of Corporations.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlena Connell Corporate Specialist FAX Aud. #: H99000000622 Letter Number: 899A00001082

ENVISION OF CORPORATIONS 89 JAN -8

H99000000622

ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is: Orinoco Ventures Limited, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

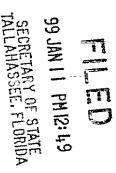
Article I.

The name of this Florida corporation is Orinoco Ventures, Inc.

Article V

The name and address of the corporation's registered agent is:

Robert Baines 201 Crandon Boulevard, Apt. 1028 Key Biscayne, FL 33149



Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on January 8, 1999.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Orinoco Ventures Limited, Inc.

Name: Greg K. Kuroda

Title: Asistant Secretary

Date: 1/8/49

Corporate Creations International Inc.

941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686 H99000000622

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Orinoco Ventures, Inc.

REGISTERED AGENT/OFFICE:

Robert Baines 201 Crandon Boulevard, Apt. 1028 Key Biscayne FL 33149

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

ROBERT BAINES

by G.K. Kuroda as attorney-in-fact

Date: January 8, 1999.

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686