Division of Corporations

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Florida Department of State

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

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From:

: EMPIRE CORPORATE KIT COMPANY Account Name

Account Number: 072450003255 : (305)541-3694

: (305)541-3770 Fax Number

BASIC AMENDMENT

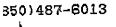
SORBATEK INTERNATIONAL, CORP.

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 29, 1999

SORBATEK INTERNATIONAL, CORP. 13025 SW 132 AVE MIAMI, FL 33186

SUBJECT: SORBATEK INTERNATIONAL, CORP.

REF: P98000103217

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.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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

If you have any questions concerning the filing of your document, please calī (850) 487-6906.

Darlene Connell Corporate Specialist

FAX Aud. #: H99000010190 Letter Number: 099A00023025

H99000010190

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

SORBATEK INTERNATIONAL,

Pursuant to the provisions of section following articles of amendment to	n 607.1006 its articles	, Florida St of incorpor	atutes, the und ation:	lera i g	ned corporation a	dopts the
tolina me minera as	_	1		25	President	and

FIRST: Amendment(s) adopted: German Angel resigns as President and and Jose $\widetilde{\mathbf{M}}$. Boscan is appointed new President. German Angel transfer all 300 Shares to Covenco Corp.

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:

THIRD: The date of each amendment's adoption: April 29, 1999.

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

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

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

4	and the second control of the second control
	the shareholders infough voices became
—	re approved by the shareholders through voting group.
I De allienotuetir(a)	
	
on the second court he seek	rately provided for each voting group entitled to vote

The following statement must be separseparately on the amendment(s).]

> The number of votes cast for the amendment(s) was/were sufficient for approval By Unanimous Decision

(voting group)

29 day of Signed this SORBATEK INTERNATIONAL, CORP. (Aution name)

board of directors. president or other officers adopted by the share holders) (a question of inconductor it adobted by the questions on justifications of inconductions)

Boscan (typed or printed name

JOSE NAE 3899 NW 7" STREET SUITE 203 MIAMI, FL 33126 (305) 541-3980

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