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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 073869 8739A

AUTHORIZATION : Patricia Piggo

COST LIMIT : \$ 35.00

ORDER DATE : March 12, 2001

ORDER TIME : 11:29 AM

ORDER NO. : 073869-005

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CUSTOMER NO: 8739A

CUSTOMER: Jonathan Shepard, Esq
Siegel Lipman Dunay & Shepard,
Suite 801
5355 Town Center Road
Boca Raton, FL 33486

DOMESTIC AMENDMENT FILING

NAME: ANCASH MINING INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: _____

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TALLAHASSEE, FLORIDA

COULLETTE MAR 12 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANCASH MINING INC.**

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TALLAHASSEE, FLORIDA

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

FIRST: Article III shall be amended to read in its entirety as follows:

"ARTICLE III

The aggregate number of shares which this Corporation shall have authority to issue is five million (5,000,000) shares of common stock, having a par value of \$.001 per share. The shares of common stock shall have unlimited voting rights and are entitled to receive the net assets of this Corporation upon dissolution."

SECOND: The date of the amendment's adoption was March 9, 2001.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 09 day of March, 2001.

ANCASH MINING INC.

By: 
Pedro Camacho, President