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BASIC AMENDMENT

LA PERLA 1208, CORP.

Certificate of Status	0
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*Amendment
0.8/7/02*

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
LA PERLA 1208, CORP.

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

FIRST: Amendments adopted:

ARTICLE SIX
DIRECTORS

The number of directors constituting the board of directors of the corporation are three (3). The name and address of each person who is to serve as a member of the board of directors is:

Name: Betina Ellana Arazi (President/Secretary)
Address: Delgado 1270, Capital Federal, Argentina

Name: Martha Rosa Litman de Arazi (Vice President)
Address: Gorostiaga 1749, Capital Federal, Argentina

Name: Marcos Arazi (Treasurer)
Address: Gorostiaga 1749, Capital Federal, Argentina

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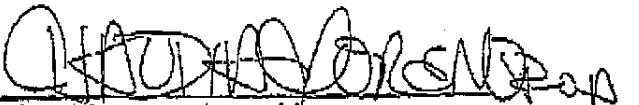
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment adoption is August 6, 2002.

FOURTH: Adoption of Amendment:

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

Signed this 6th of August, 2002.

Signature: 
Betina Ellana Arazi, President

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