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PICK-UP WAIT MAIL

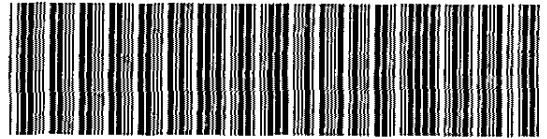
(Business Entity Name)

(Document Number)

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

04 NOV -1 AM 11:53

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AR To

CAPITAL CONNECTION, INC.

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Rose Medical Services, Inc.

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
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- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
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- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
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- Courier _____

Signature _____

Requested by:

SP 11/1/04 10:00
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ROSE MEDICAL SERVICES, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendment(s) adopted: Amendment #1 - The new President, Vice-President, Secretary and Treasurer of the Corporation is Akeem Wilson, 8181 NW 36th Street, Suite #6-B, Miami, Florida 33166; Amendment #2 - The sole director of the Corporation shall be Akeem Wilson, 8181 NW 36th Street, Suite #6-B, Miami, Florida 33166; Amendment #3 - The new registered agent for the Corporation is Akeem Wilson, 8181 NW 36th Street, Suite #6-B, Miami, Florida 33166; Amendment #4 - ~~Delete~~ Derek Watson as President, Vice-President, Secretary, Treasurer and Director of the Corporation.

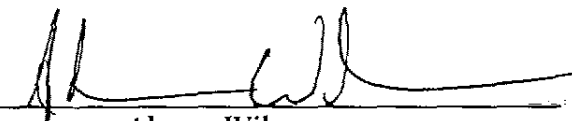
SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: **October 29, 2004.**

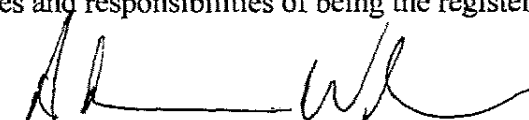
FOURTH: The amendments were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Signed this 29th day of October, 2004.

Rose Medical Services, Inc.

By: 
Akeem Wilson
Director

I hereby agree to assume the duties and responsibilities of being the registered agent for Rose Medical Services, Inc.


Akeem Wilson