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COR AMND/RESTATE/CORRECT OR O/D RESIGN
SIMPLY HEALTHCARE HOLDINGS, INC.

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ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
SIMPLY HEALTHCARE HOLDINGS, INC.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, SIMPLY HEALTHCARE HOLDINGS, INC., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment (the "Amendment") to its Articles of Incorporation:

1. The name of the Corporation is: SIMPLY HEALTHCARE HOLDINGS, INC.
2. Article IV of the Corporation's Articles of Incorporation is hereby deleted in its entirety and a new Article IV is inserted in its place, as follows:

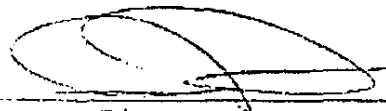
"The Corporation shall have the authority to issue One Hundred Million (100,000,000) shares of Common Stock having a par value of \$0.01 per share. Each issued and outstanding share of Common Stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders. Simultaneously with the effective date of the filing of this Amendment (the "Effective Date"), each share of old Common Stock, par value \$0.01 (and each option, warrant and all other securities convertible into shares of such old Common Stock that represent the right to acquire a share of such old Common Stock), of the Corporation issued and outstanding or held as treasury shares immediately prior to the Effective Date shall automatically be reclassified and continued (the "Stock Split"), without any action on the part of the holder thereof, as two thousand (2,000) shares of new Common Stock, par value \$0.01 (or as an option, warrant or other security convertible into shares of such new Common Stock, into the right to acquire two thousand (2,000) shares of such new Common Stock, as the case may be)."

3. Except as hereby amended, the Articles of Incorporation of the Corporation shall remain the same.
4. This Amendment was duly adopted by unanimous joint resolution of the Board of Directors and shareholders of the Corporation in accordance with Sections 607.0704 and 607.0821 of the Florida Business Corporations Act.
5. The effective date of this Amendment shall be upon the filing of these Articles of Amendment.

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IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Amendment, this 26th day of July 2010.



By: Jorge Rico
Title: Vice President

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