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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: UNITED ADULT DAYCARE, INC.
AUDIT NUMBER.....H97000018734
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0
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PAGES..... 2
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment
11/14/97
De

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((H97000018734 8))

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DIVISION OF CORPORATIONS

P.01/10

EMPIRE CORPORATE KIT

NOV-11-1997 11:22



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 12, 1997

UNITED ADULT DAYCARE, INC.
9732 S.W. 24TH ST., STE. 9733
MIAMI, FL 33165

SUBJECT: UNITED ADULT DAYCARE, INC.
REF: P97000061455

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.

The notary stamp has made the preparer's statement illegible. Please make corrects accordingly.

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 call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H97000018734
Letter Number: 797A00054316

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DIVISION OF CORPORATIONS

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

447000018734

ARTICLES OF AMENDMENT
FOR
UNITED ADULT DAYCARE, INC.

FILED
97 NOV 14 PM 2:19
TALLAHASSEE, FLORIDA

TO: The Florida Department of State

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above named Corporation are amended as follows:

1. Article V, Principal Office, "The principal place of business and mailing address is 9732 S.W. 24 Street, Suite 9733, Miami, Florida 33165" to be amended to "The principal place of business and mailing address is 9734 S.W. 24 Street, Miami, Florida 33165."

2. Article VII, Directors, "The number of directors constituting the initial board of directors of the corporation shall be one (1) director" to be amended to "The number of directors constituting the board of directors of the corporation shall be four (4) directors. The name and address of each director is:

Aida Mendez	9734 S.W. 24 Street, Miami, Florida 33165
Frank Riguiero	9734 S.W. 24 Street, Miami, Florida 33165
Aida Maria Riguiero	9734 S.W. 24 Street, Miami, Florida 33165
Orlando Mendez	9734 S.W. 24 Street, Miami, Florida 33165"

3. Article XI, Officers, shall be added to the Articles of Incorporation and shall be stated as "ARTICLE XI, OFFICERS, The name, title and address of each officer of the corporation is:

Aida Mendez	President	9734 S.W. 24 Street, Miami, Florida 33165
Frank Riguiero	Vice President	9734 S.W. 24 Street, Miami, Florida 33165
Aida Maria Riguiero	Treasurer	9734 S.W. 24 Street, Miami, Florida 33165
Orlando Mendez	Secretary	9734 S.W. 24 Street, Miami, Florida 33165"

4. The foregoing amendment was adopted by the Board of Directors pursuant to Section 607.1002, Florida Statutes, without action by the Shareholders. The effective date of the amendment is November 7, 1997.

Executed on: November 7, 1997

Name: Aida Mendez
Title: Pres. Director

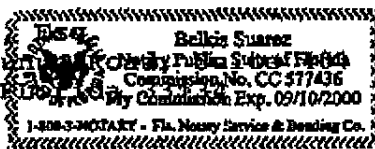
STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me on November 7, 1997, by Aida Mendez, President of United Adult Daycare, Inc., a Florida Corporation, on behalf of the Corporation. In Witness Whereof, I here sign and set my seal.

Belkis Suarez
Notary Public

My Commission Expires:

Prepared By: Jose R. Pujols
2701 S.W. LeJeune Rd.
Coral Gables, FL 33134
FBN 936911
(305) 569-9533



Prepared by:
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