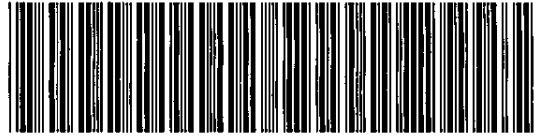


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CAPITAL CONNECTION, INC.

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June Project 1 Corp.

- Art of Inc. File _____
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ARTICLES OF AMENDMENT TO
JUNE PROJECT I CORP.

2007 APR 30 PM 3: 59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

1. The name of this corporation shall be Medcore Holdings, Inc.

ARTICLE IV
SHARES

4.1. The capital stock of this corporation shall consist of 100,000,000 shares of common stock, no par value and 20,000,000 shares of preferred stock.

4.2. Preferred Stock. The board of directors is authorized, subject to limitations prescribed by law, to provide for the issuance of shares of Preferred Stock in one or more series, to establish the number of shares to be included in each series, and to fix the designation, powers, including voting rights, if any, preferences, and rights of the shares of each series, and any qualifications, limitations, or restrictions thereof.

4.3. Other Powers of the Board of Directors With Respect to Shares.

(a) The board of directors may effectuate dividends payable in shares by issuance of shares of any class or series to holders of shares of any other class or series.

(b) The board of directors may issue rights and options to acquire shares upon such terms as the board of directors shall determine.

I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on April 13, 2007 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this on April 13, 2007.



Lynn Crowell, President
and Sole Director