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LIBERATOR MEDICAL SUPPLY, INC.

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**ARTICLES OF CORRECTION
FOR
ARTICLES OF MERGER
MERGING
CARDIFF MERGER, INC.
INTO
LIBERATOR MEDICAL SUPPLY, INC.**

Pursuant to the provisions of Section 607.0124 or 617.0124, Florida Statutes, this corporation files these Articles of Correction within 30 days of the file date of the document being corrected.

These articles of correction correct the Articles of Merger Merging Cardiff Merger, Inc., into Liberator Medical Supply, Inc., filed with the Department of State on June 22, 2007.

The Plan of Merger is amended in its entirety to read as the attached Exhibit A, Plan of Merger.

Dated: June 28, 2007

LIBERATOR MEDICAL SUPPLY, INC.

By: 
Mark Libratore, President

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ALLAHBEE, FLORIDA

**EXHIBIT A
PLAN OF MERGER**

The following plan of merger is submitted in compliance with Section 607.1101 Florida Statutes.

1. Pursuant to Section 607.1101, Florida Statutes, as of the Effective Time (as defined herein) Cardiff Merger, Inc., a Florida corporation (the "Merging Corporation") shall be merged, with and into Liberator Medical Supply, Inc., a Florida corporation (herein sometimes called the "Surviving Corporation") (the "Merger"). The Surviving Corporation shall be the surviving corporation.

2. The Merger shall become effective when Articles of Merger are filed with Florida Department of State pursuant to Section 607.1105, Florida Statutes. The time when the Merger shall become effective is referred to herein as the "Effective Time."

3. At the Effective Time, (i) the separate existence of Merging Corporation shall cease and Merging Corporation shall be merged with and into Surviving Corporation and Surviving Corporation shall continue as the surviving corporation; (ii) the articles of incorporation of Surviving Corporation shall remain unchanged; (iii) the bylaws of Surviving Corporation shall remain unchanged; (iv) the directors and officers of Surviving Corporation immediately prior to the Effective Time shall remain the directors and officers of the Surviving Corporation in each case until their respective successors shall have been duly elected, designated, or qualified or until their earlier death, resignation, or removal in accordance with the Surviving Corporation's articles of incorporation and bylaws; and (v) the Merger shall, from and after the Effective Time, have all the effects provided by Section 1106 of the Florida Business Corporation Act and other applicable law.

4. At the Effective Time, in accordance with the Agreement and Plan of Merger dated June 18, 2007, among the Merging Corporation, the Surviving Corporation and Liberator Medical Holdings, Inc., a Nevada corporation, the shares of common stock, options and warrants of the Surviving Corporation shall without any further action be exchanged for the same number of shares, options and warrants in Liberator Medical Holdings, Inc., a Nevada corporation, which shall be the sole shareholder of the Surviving Corporation.

5. The Merging Corporation and the Surviving Corporation hereby reserve the right to amend, alter, change or repeal any provisions contained in any of the articles of this Plan of Merger or as the same may hereafter be amended in the manner now or hereafter provided by the laws of the State of Florida.