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BASIC AMENDMENT

ASSOCIATION FOR THE USEFUL AGED, INC.

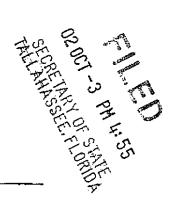
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ASSOCIATION FOR THE USEFUL AGED, INC.

(present name)

721210

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

AMEND ARTICLE VII - INITIAL BOARD OF DIRECTORS AS FOLLOWSDELETE- VPD. WEADS, JANE L., 2190-B SW 8TH STREET MIAMI, FL 33135
DELETE- SD. TREVINO, MAYRA, 2190-B SW 8TH STREET MIAMI, FL 33135
DELETE- TD. SALAZAR, GRACE, 2190 SW 8TH STREET MIAMI, FL 33135

IN PLACE OF THESE DELETIONS ADD THE FOLLOWING-

VPD.-JORGE BUIDES, 2331 NW FLAGER TERRACE MIAMI, FL 33135 SD.- CARMEN GONZALEZ, 2046 WEST FLAGER #303 MIAMI, FL 33135 TD.- ASELA R. RIOS, 1855 NW 15TH AVENUE #1210 MIAMI, FL 33125

AS WELL AS THE PRINCIPAL ADDRESS AS FOLLOWS:

DELETE- 2190-B SW 8TH STREET MIAMI, FL 33135

ADD- 851 SW 1ST STREET MIAMI, FL 33130

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:

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THIRD:	The date of each amendment's adoption: 10/3/02
FOURTH	Adoption of Amendment(s) (CHECK ONE)
×	
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	(voling group)
0	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by
	OR (By a director if adopted by the directors)
	OR (By an incorporator if adopted by the incorporators)
	RAMON ALONSO (Typed or printed name)
	PRESIDENT
	(Title)

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