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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Roberts FEB 15 2008

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HEALTH NOT COSMETICS WELLNESS CENTERS, INC.

DOCUMENT NUMBER: N07000011595

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JUAN E. RODRIGUEZ

(Name of Contact Person)

HEALTH NOT COSMETICS WELLNESS CENTERS, INC.

(Firm/ Company)

P.O. BOX 570493

(Address)

MIAMI, FL 33257

(City/ State and Zip Code)

For further information concerning this matter, please call:

JUAN E. RODRIGUEZ

(Name of Contact Person)

at (305) 776-0030

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
08 FEB 15 PM 3:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HEALTH NOT COSMETICS WELLNESS CENTERS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

N07000011595

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article II: The NEW mailing address of the corporation is: P.O. Box 570493 Miami, FL 33257

Article III: Delete current language and replace with new language (see attached)

Article V: Replace current registered agent with new registered agent (see attached)

Article VII: see instructions on attached sheets

(Attach additional pages if necessary)
(continued)

The date of adoption of the amendment(s) was: February 13, 2008

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature Juan E. Rodriguez
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Juan E. Rodriguez
(Typed or printed name of person signing)

Managing Director
(Title of person signing)

FILING FEE: \$35

New Language for Article III (delete old language completely):

- A. Health Not Cosmetics Wellness Centers mission is to provide quality medical services to those without access to healthcare and to provide information and education about living a healthier lifestyle. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- B. The names and addresses of the persons who are the initial trustees of the corporation are as follows:
- Name: Jose E. Rodriguez, MD
Address: 2485 Papillion Way, Tallahassee, FL 32309
- Name: Juan E. Rodriguez, MBA
Address: 9360 SW 176th Street, Palmetto Bay, FL 33157
- Name: Moraima A. Rodriguez
Address: 2485 Papillion Way, Tallahassee, FL 32309
- C. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.
- D. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

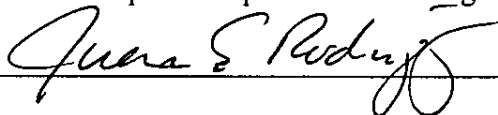
E. Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

Article V: The new name and Florida street address of the registered agent is:

Juan E. Rodriguez
9360 SW 176th Street
Palmetto Bay, FL 33157

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered agent signature: _____



Article VII: Please delete the following officer:

Title: COO
Brennen E. Grant
845 Delaware Street
Tallahassee, FL 32304

and add the following new officer:

Title: Managing Director
Juan E. Rodriguez
9360 SW 176th Street
Palmetto Bay, FL 33157

Please keep all other officers the same.