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BASIC AMENDMENT

A & Y PROFESSIONAL CARES, CORP.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

A & Y PROFESSIONAL CARES, CORP.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Amendment #1 - Delete Yelenis, Parages, 42 NW 27th Ave, Ste 303B, Miami, FL 33175 as Vice President of Corporation

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:

THIRD: The date of each amendment's adoption: August 13, 2003

FOURTH: The amendments were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Signed this 13th day of August, 2003

By: _____


Yanis Cruz
Director

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