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KURZBAN KURZBAN WEINGER AND TETZELI, P.A.

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TELEPHONE (305) 444-0060

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May 24, 2001

Division of Corporations PO Box 6327 Tallahassee, Florida 32314

*****35.80 *****35.80

RE:

Integrative Assisted Living Centers, Inc.

Articles of Amendment of Articles of Incorporation

Dear Sir or Madam:

Enclosed is an executed and one copy of the Articles of Amendment of Articles of Incorporation, along with a check for \$35.00 fee for recently formed - Integrative Assisted Living Centers, Inc. in their change in officer(s). Also, enclosed is a check for \$8.75 for a certified copy of the Articles of Incorporation.

Sincerely,

KURZBAN KURZBAN WEINGER & TETZELI, P.A.

Daisy V. Hall, Legal Assistant

Steven M. Weinger, Esq.

/dvh

Enclosures -- Checks

Articles of Amendment of Articles of Incorporation

Amendment Resolution- attachment

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

OT MAY 29 PM 2: 40
TALLAHASSEE, FLORICE

INTEGRATIVE ASSISTED LIVING CENTERS, INC.

(present name)

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)

ARTICLE VII

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:

ARTICLE VII - President, Director will be replaced by:

Duviel Castillo 6423 Collins Avenue, Suite 1005 Miami Beach, Florida 33141

Vice President, Director, Secretary & Treasurer will remain the same:

Julio Jane, M.D. 821 NW 23rd Court Miami, Florida 33125

THIRD: T	he date of each amendment's adoption: 5-10-01	
	Adoption of Amendment(s) (CHECK ONE)	-
))	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	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	
	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.	
	Signed this day of MAy,	
Signature	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	OR	
	(By a director if adopted by the directors)	
	OR .	
	(By an incorporator if adopted by the incorporators).	
	JULIO JANE, M.D. Typed or printed name	
	Vice President, Director, Treasurer, Secretary	
	Title	

INTEGRATIVE ASSISTED CENTERS LIVING CENTERS, INC.

AMENDMENT RESOLUTION

RESOLVED, that the shareholders unanimously adopt the Amendment attached hereto to the Articles of Incorporation to change the directors and officers of the corporation. The shareholders of all of the outstanding stock of the company have signed below.

Dated: May 10, 2001

Shareholder

Shareholder