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CAPITAL CONNECTION, INC. 417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850),224-8870 • 1-800-342-8062 • Fax (850) 222-1222	079970 Barrier R. F.
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ARTICLES OF AMENDMENT OF MEDICOR HEALTHCARE, INC.

The undersigned corporation in accordance with the Florida General Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

Article 4 of this corporation's Articles of Incorporation is hereby amended (the "Amendment") in its entirety so as to read, after Amendment, as follows:

ARTICLE 4. <u>CAPITAL STOCK</u>

This Corporation is authorized to issue a total of 200,000 shares of ONE DOLLAR (\$1.00) par value common stock; 100,000 voting common stock and 100,000 non-voting common stock.

The Amendment has been adopted by written consent of all of the Directors and all of the Shareholders of the corporation, pursuant to Section 607.181(3), Florida Statutes. The Amendment shall become effective upon filing with the Florida Secretary of State. A copy of such written consent follows these Articles of Amendment.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the corporation this / day of October, 2001.

MANUEL DELIVADO, as President of Medicor Healthcare, Inc.

Attest:

GILBERTO LEON, as Secretary

STATE OF FLORIDA COUNTY OF PINELLAS

My Commission Expires: April 26/2005

UNANIMOUS CONSENT IN LIEU OF SPECIAL MEETING OF SHAREHOLDERS AND DIRECTORS OF MEDICOR HEALTHCARE, INC.

This Consent shall be in lieu of a special meeting of the Directors and Shareholders of MEDICOR HEALTHCARE, INC.

The undersigned, being all of the Shareholders and members of the Board of Directors of MEDICOR HEALTHCARE, INC., acting without meeting pursuant to the Florida General Corporation Act and the Bylaws of the Corporation, do hereby consent to the amendment of Article 4 of the Articles of Incorporation so as to authorize the issue of a total of 200,000 One Dollar (\$1.00) par value common shares; 100,000 voting common shares and 100,000 non-voting common shares and approve and adopt the foregoing Articles of Amendment.

Dated this D day of October, 2001:

MANUEL DELGADO, Director

and Shareholder

GILBERTO LEON, Director and

Shareholder