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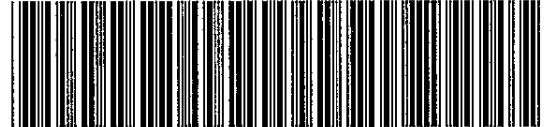
(Business Entity Name)

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Amend

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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

AC Pharmacy Corp.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

☒ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AC PHARMACY CORP.**

04 JUL 15 PM 1:12
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 - The new President, Vice-President, Treasurer and Secretary of the Corporation is Kattia Caballero, 11355 W. Flagler Street, Miami, Florida 33174; Amendment #2 - The director of the Corporation shall be Kattia Caballero, 11355 W. Flagler Street, Miami, Florida 33174; Amendment #3 - The new registered agent for the Corporation shall be Kattia Caballero, 11355 W. Flagler Street, Miami, Florida 33174.

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: **July 14, 2004.**

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

Signed this 14th day of July, 2004.

A C Pharmacy Corp.

By: _____


Kattia Caballero
Director

I hereby accept the obligations and responsibility of being the registered agent for A C Pharmacy Corp.


Kattia Caballero