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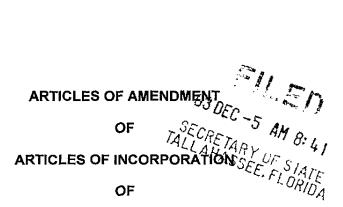


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SECRETARY US STATE
TALLAHASSEE, FLORID

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AEMED, INC.

Article TWO of the Articles of Incorporation of AEMED, INC. is amended to read as follows:

ARTICLE TWO

The principal place of business address: 7230 NW 114 Avenue, Suite 206, Miami, Florida 33178.

The mailing address of the corporation is: 7230 NW 114 Avenue, Suite 206, Miami, Florida 33178.

Article FOUR of the Articles of Incorporation of AEMED, INC. is amended to read as follows:

ARTICLE FOUR

The number of shares the corporation is authorized to issue is: 57,041,688.

Article SEVEN of the Articles of Incorporation of AEMED, INC. is amended to read as follows:

ARTICLE SEVEN

The officers and directors of the corporation are:

Title: President

DONALD EWING

7230 NW 114 Avenue, #206

Miami, Florida 33178

Title: Treasurer

CATALINA EWING

7230 NW 114 Avenue, #206

Miami, Florida 33178

Title: Secretary

LUIS BOUE

3001 Ponce de Leon Blvd, #211

Coral Gables, Florida 33143

The foregoing amendments were adopted by the President and majority shareholder of this Corporation and the Secretary of this Corporation on 12/02, 2003.
IN WITNESS WHEREOF, the undersigned President and majority shareholder of this Corporation and the Secretary of this Corporation have executed these Articles of Amendment on 17/02, 2003.
DONALD EWING President
LUIS BOUE, Secretary
STATE OF FLORIDA)
) SS: (COUNTY OF DADE)
I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State of Florida, County of Dade, to take acknowledgments, personally appeared and holder. To me known to be the persons described as President and majority shareholder and Secretary in the foregoing Articles of Amendment and who executed the same and acknowledged before me that they subscribed to those Articles of Amendment.
WITNESS MY HAND AND OFFICIAL SEAL in the county and state named above, this day of 12/02, 2003.
My Commission Expires: Notary Public, State of Fibrida at Large Personally known to me My Commission 00052786 Expires August 26, 2005 Notary Public, State of Fibrida at Large Personally known to me Showed proof of identity
This Instrument Prepared By:

RAUL R. DELGADO DE ARMAS, ESQ.

600 Brickell Avenue, #500 Miami, Florida 33131 (305) 371-1152 (305) 371-0081