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BASIC AMENDMENT

PROMED MEDICAL SERVICES, INC.

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Amendment

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2/19/04

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

PROMED MEDICAL SERVICES, INC.

Pursuant to the provisions of section 607.1006, F.S., this Florida Profit Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: AMENDMENTS ADOPTED:

ARTICLE V: OFFICERS AND DIRECTORS.

1.1.- Johann Bereneuer, of 6915 Main Street, Hialeah, Florida 33014, has resigned his position as President of the Corporation and as a Member of its Board of Directors.

1.2.- Robert F. Chavez, of 2075 SW 122nd Avenue, Apt 202, Miami, Florida 33175, has been appointed President of the Corporation and elected as a Member of its Board of Directors.

SECOND: DATE OF ADOPTION:

The amendment was adopted on February 19th, 2004.

THIRD: ADOPTION OF AMENDMENT:

The Amendment was adopted by the shareholders. The numbers of votes cast for the amendment was sufficient for approval.

Signed this 19th day of February, 2004, AD.

Signature: _____

Printed name: _____

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