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BASIC AMENDMENT

A-1 PROVIDER, INC.

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RE-SUBIMIT

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Capital Connection, Inc.



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

June 15, 2004

A-1 PROVIDER, INC. 15165 N.W. 77TH AVENUE SUITE #2001 MIAMI, FL 33014

SUBJECT: A-1 PROVIDER, INC.

REF: P02000108058

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

A-1 PROVIDER, INC.

SECRETARY OF STATE IN I AHASSEE, FLORIN,

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, Secretary and Treasurer of the Corporation is Hernan Leon, 15165 NW 77 th Ave, Ste 2001. Miami, FL 33014; Amendment #2 - The new registered agent for the Corporation shall be Hernan Leon, 15165 NW 77 th Ave, Ste 2001. Miami, FL 33014; Amendment #3- The new Vice-President of the Corporation is Carlos Bermudez, 15165 NW 77 th Ave, Ste 2001, Miami, FL 33014

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: June 14, 2004

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

Signed this 14th day of June, 2004

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A-1 Provider, Inc.

y: // /LEON .

Hernan Leon Director

I hereby accept the obligations and responsibility of being the registered agent for above referenced corporation.

Hernan Leon