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SECRETARY OF STATE
TALLAHASSEE, FL 32304

Amend

T. Lewis

11/12/02

Affordable Professional Services, Inc.

1301 East Oakland Park BLVD

Ft. Lauderdale, FL 33334

Phone: (954) 565-9929

Fax : (954) 565-1347

October 29, 2002

Stephen D. McCullough
designated "*Certified Legal Assistant*"
by Nat'l Assoc. of Legal Assistants, a
private org. not affiliated with Fla. Bar

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Document Number P02000112883

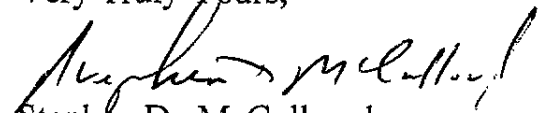
Dear Amendment Section:

Please accept and file the enclosed Articles of Amendment for the above referenced corporation.

A check for the \$35.00 filing fee is enclosed.

Thank you.

Very Truly Yours,


Stephen D. McCullough

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CAPELLA MEDICAL RESEARCH, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P02000112883
Document Number of Corporation

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments Adopted:

Article IV - Capitalization is hereby amended to read:

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value per Share</u>	<u>Class of Stock</u>
Ten Thousand (10,000) shares	\$1.00	Common

The consideration for all the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

Upon the sale for cash of any new stock of the same kind, class or series, as that which he or she already holds, every shareholder of this corporation shall have the preemptive right to purchase his or her pro rata share thereof at the price which it is offered to others, whether or not in excess of par. Fractional shares need not be issued on account of this provision.

Article VI - Initial Directors is hereby amended to read:

The number of directors may be increased or decreased from time to time but shall not be less than one, as specified by the shareholders from time to time. At any time, the shareholders may, by a majority vote, determine that the corporation be managed by the shareholders.

The names and addresses of the initial directors of the corporation who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Fausto Capella	2480 East Commercial BLVD Suite # 102 Fort Lauderdale, FL 33308
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Philip Lefebvre	4875 NE 20 th Terrace Fort Lauderdale, FL 33308
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Delilah Bartolome	4875 NE 20 th Terrace Fort Lauderdale, FL 33308
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Elmo Angelo V. Bartolome	4875 NE 20 th Terrace Fort Lauderdale, FL 33308
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SECOND: The date of each amendment's adoption is October 28, 2002.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 28th day of October, 2002.



FAUSTO CAPELLA
DIRECTOR / PRESIDENT