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Division of Corporations

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P02000134752

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Division of Corporations
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Amend

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January 5, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

U.S. MEDCO INC.
2789 WRIGHTS ROAD SUITE 1053
OVIDO, FL 32765

SUBJECT: U.S. MEDCO INC.
REF: P02000134752

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

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FAX Aud. #: H06000000957
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*Pl see the attached Corrected
Amendment. (4 pgs)*

01/05/06 10:21 FAX

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DIVISION OF CORPORATIONS
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ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION OF U.S. MEDCO INC.

WHEREAS, the name of the Corporation is U.S. MEDCO INC.;
and

WHEREAS, the Corporation was incorporated pursuant to the
laws of the State of Florida on January 1, 2003; and

WHEREAS, the undersigned Corporation, by and through its
sole Director and Shareholder and pursuant to the provisions of
Section 607.1006, Florida Statutes, hereby adopts the following
Articles of Amendment to its Articles of Incorporation:

"1. "Article V "Capital Stock" is hereby deleted in its
entirety, and the following substituted therefor:

ARTICLE V - Capital Stock

The authorized common capital stock of this Corporation
shall consist of one (1) class as follows:

A. Class A Voting Common. The Corporation is authorized
to issue 2,000 shares of Class A Voting Common Stock having a par
value of \$.01 per share.

Holders of Class A Voting Common Stock shall have the right
to vote on all matters which may properly come before the
Shareholders of the Corporation.

2. The above amendment shall be implemented as follows:

As of the date these Articles of Amendment are filed
with the Secretary of State (the "Effective Date"), each issued
and outstanding share of the Class B Non-Voting Common Stock of
the Corporation shall be automatically converted into one (1)
share of Class A Voting Common Stock of the Corporation and each
issued and outstanding share of Class A Voting Common Stock of
the Corporation shall remain issued and outstanding.

3. The date of the foregoing amendment's adoption was
December 26, 2005.

4. The foregoing amendment was adopted by the unanimous
written consent of all Directors and all Shareholders of the
Corporation entitled to vote.

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IN WITNESS WHEREOF, these Articles of Amendment have been
executed this 26th day of December, 2005.

U.S. MEDCO INC., a Florida
corporation

By: 
David F. Hodil, President

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