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ARTICLES OF AMENDMENT 04 FILED

TO THE TALLAMASSEE, FLORIDA ARTICLES OF INCORPORATION

FOR

MY FAMILY HOME ALF III. INC.

MY FAMILY HOME ALF III, INC., a Corporation of the State of FLORIDA who's registered office is located at 11741 SW 193rd STREET, MIAMI FL 33177, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said Corporation called for the purpose of amending the Articles of Incorporation, and held on June 30,2004, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that ARTICLE VII of the Articles of Incorporation is to amended to read as follows:

ARTICLE VII - DIRECTORS & OFFICERS

The director and officer of the Corporation shall be:

Directors: FRANCISCA VASQUEZ

615 West Park Drive

Apt.# 203

Miami, Florida 33172

IVAN RUBIO

4153 West 10th Court Hialeah, Florida 33012

Officers:

President: FRANCISCA VASQUEZ

(Owner of 50% of all shares)

615 West Park Drive

Apt.# 203

Miami, Florida 33172

Vice-President:

IVAN RUBIO

(Owner of 50% of all shares)

4153 West 10th Court Hialeah, Florida 33012

The number of votes cast by the shareholders was sufficient for approval.

This amendment was adopted on June 30,2004.

Signed on June 30, 2004.

Signatur

Francisca Vasquez

Printed Name

Director/President

Title

Signature

Ivan Rubio Printed Name

$\frac{Director/Vice-President}{\texttt{Title}}$

Signature

Rafaela D. Sanchez Printed Name

Ex Director/Officer
Title