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MAIL

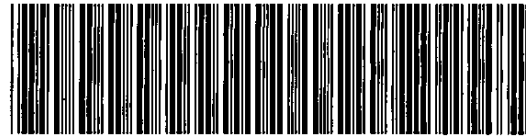
(Business Entity Name)

(Document Number)

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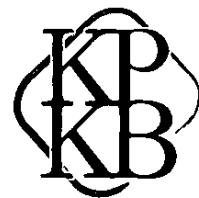


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FILED
2006 AUG 18 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
C. Coulllette AUG 18 2006



Kluger Peretz
Kaplan & Berlin

Allison Jo Adams
Direct Line: (561) 443-0817
aadam@kpkb.com

July 20, 2006

Overnight Mail

Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Filing of Articles of Amendment

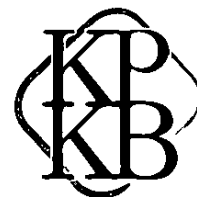
Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Incorporation of Bar & Demar Co. as well as a check made payable to the Department of State in the amount of \$35.00 for filing with the Department of State.

Thanking you in advance or your cooperation.

Very truly yours,

Allison Jo Adams
Assistant to Jonathan D. Louis, Esq.



Kluger Peretz
Kaplan & Berlin

Allison Jo Adams
Direct Line: (561) 443-0817
aadam@kpkb.com

August 14, 2006

Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Attn: Cheryl Coulliette/Document Specialist

Re: Subject: Bar & Demar Co.
Ref. Number: P03000030103

Dear Ms. Coulliette:

Enclosed please find your letter dated July 31, 2006 and the Articles of Amendment to Articles of Incorporation of Bar & Demar Co. As per your instructions, a paragraph was added to the Articles of Amendment regarding no action by shareholders was required.

As such, please file the Articles of Amendment as a check in the amount of \$35.00 was already provided.

Thanking you in advance for your cooperation.

Very truly yours,

Allison Jo Adams

Assistant to Jonathan D. Louis, Esq.

Enclosed for your review



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 31, 2006

KLUGER PERETZ KAPLAN & BERLIN
ALLISON JO ADAMS
201 S. BISCAYNE BLVD., 17TH FL
MIAMI, FL 33131

SUBJECT: BAR & DEMAR CO.
Ref. Number: P03000030103

*Rec.
8-18-06*

We have received your document for BAR & DEMAR CO. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 806A00047942

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BAR & DEMAR CO.**

FILED
2006 AUG 18 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.1002 and 607.1003 of the Florida Statutes, BAR & DEMAR Co., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation which were filed with the Florida Department of State on March 14, 2003, as document number P03000030103.

FIRST: Article IV of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE IV
BOARD OF DIRECTORS AND OFFICERS

This corporation shall have two (2) Directors. The number of Directors may be increased from time to time according to the Bylaws. The Directors are:

Benson B. Barnes, II
Nancy DeMarco

The officers of the corporation are:

Benson B. Barnes, II – Chief Executive Officer and President
Nancy DeMarco – Vice President

SECOND: Article XIV of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE IV
DIRECTOR QUORUM AND VOTING

Two (2) Directors shall constitute a quorum for a meeting of the Directors. If a quorum is present, the affirmative vote of the majority of the Directors present shall be the act of the Board of Directors.

THIRD: The foregoing Amendment has been adopted by the Directors on July 10, 2006 and shareholder action was not required.


FROM: SUNSHINE STATE NURSING

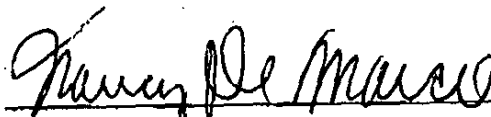
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IN WITNESS WHEREOF, the undersigned Directors have executed these Articles of Amendment effective as of the 10th day of July, 2006.

DIRECTORS:


Benson B. Barnes, II


Nancy DeMarco