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BASIC AMENDMENT

PACER HEALTH CORPORATION

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

PACER HEALTH CORPORATION, A FLORIDA CORPORATION

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Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned hereby adopts the following Articles of Amendment to the Articles of Incorporation of PACER HEALTH CORPORATION:

1. The name of the Corporation is PACER HEALTH CORPORATION (the "Corporation"), filed with the Florida Department of State on May 5, 2003 and assigned document number P03000049615.

2. Article I of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE I

The name of the Corporation is PACER HEALTH SERVICES, INC. (the "Corporation").

3. Article II of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE II

The principal place of business and the mailing address of the Corporation is 7759 N.W. 146 Street, Miami Lakes, Florida 33016.

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4. Article VII of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE VII

The officers and directors of the Corporation are as follows:

Rainier Gonzalez - Director, President and Secretary
3822 S.W. 167 Terrace
Miramar, Florida 33027

Alfredo Jurado - Director
6101 Blue Lagoon Drive
Suite 420
Miami, Florida 33128

Eric Pantaleon - Director
4505 S.W. 152 Avenue
Miami, Florida 33027

5. The foregoing amendments were adopted by the affirmative vote of all of the members of the Board of Directors of the Corporation and all of the Shareholders of the Corporation, the number of votes cast being sufficient for approval, on September 24, 2003.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 17th day of December, 2003.

PACER HEALTH CORPORATION



Rainier Gonzalez,
President