

P03000006263C

(Requestor's Name)

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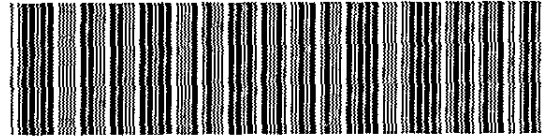
(Business Entity Name)

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Amend

07/30/04--01046--001 **33.00

08/02/04--01001--003 **8.75

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APR 7/30/04

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

USA Pharmacy Corp

Signature _____

Requested by: HW

7/30

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

Art of Inc. File _____

LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____

Merger File _____

✓ Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

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Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

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ARTICLES OF AMENDMENT 4 JUL 30 PM 4: 42

TO

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

USA PHARMACY CORP.

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

FIRST: Amendment(s) adopted: Amendment #1 - The new President, Vice-President, Secretary and Treasurer of the Corporation is Manuel Ugalde, 4037 SW 96th Avenue, Miami, Florida 33165; Amendment #2 - The sole director of the Corporation shall be Manuel Ugalde, 4037 SW 96th Avenue, Miami, Florida 33165; Amendment #3 - The new registered agent for the Corporation shall be Manuel Ugalde, 4037 SW 96th Avenue, Miami, Florida 33165.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: **July 29, 2004.**

FOURTH: The amendments were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Signed this 29th day of July, 2004.

USA Pharmacy Corp.

By: Manuel Ugalde
Manuel Ugalde
Director

I hereby accept the obligations and responsibility of being the registered agent for USA Pharmacy Corp.

Manuel Ugalde
Manuel Ugalde