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ARTICLES OF AMENDMENT

TO

SECRETARY OF STATE TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

GARDEN'S PHARMACY, INC.

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 Gemma Maria Gonzalez, 4195 SW 137th Avenue, Suite 5, Miami, Florida 33175; Amendment #2 - The sole director of the Corporation shall be Gemma Maria Gonzalez, 4195 SW 137th Avenue, Suite 5, Miami, Florida 33175; and Amendment #3 - The new registered agent for the Corporation shall be Gemma Maria Gonzalez. 4195 SW 137th Avenue, Suite 5, Miami, Florida 33175.

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 28, 2004.

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

Signed this 28th day of July, 2004.

Garden's Pharmacy, Inc.

By:	
-	Gemma Maria Gonzalez Director

I hereby accept the obligations and responsibility of being the registered agent for Garden's Pharmacy, Inc.

Gemma Maria Gonzalez