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7/19/05

CAPITAL CONNECTION, INC. *

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

ECY Pharmacy - Discount, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

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____ Art of Inc. File _____
____ LTD Partnership File _____
____ Foreign Corp. File _____
____ L.C. File _____
____ Fictitious Name File _____
____ Trade/Service Mark _____
____ Merger File _____
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____ Annual Report / Reinstatement _____
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____ 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 _____
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____ UCC 11 Retrieval _____
____ Courier _____

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
05 JUL 19 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ECY PHARMACY-DISCOUNT, 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 Odalys Barroso, 7951 SW 40th Street, Suite 102, Miami, Florida 33155; Amendment #2 - The sole director of the Corporation shall be Odalys Barroso, 7951 SW 40th Street, Suite 102, Miami, Florida 33155; Amendment #3 - The new registered agent for the Corporation is Odalys Barroso, 7951 SW 40th Street, Suite 102, Miami, Florida 33155.

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 18, 2005.**

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

Signed this 18th day of July, 2005.

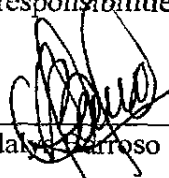
ECY Pharmacy-Discount, Inc.

By: _____



Odalys Barroso
Director

I hereby agree to assume the duties and responsibilities of being the registered agent for ECY Pharmacy-Discount, Inc.



Odalys Barroso