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QUALITY OF LIFE HOLDINGS, INC.

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
QUALITY OF LIFE HOLDINGS, INC.**

The undersigned, as President of QUALITY OF LIFE HOLDINGS, INC., does hereby certify that the Amendment provided for herein was adopted by the stockholders and the board of directors on the 8th day of June, 2007.

1. Name of Corporation: QUALITY OF LIFE HOLDINGS, INC.
2. Document Number: The document number of the Corporation is P04000052249.
3. Amendment Adopted: Article IV of the Articles of Incorporation is hereby amended to read as follows:

"ARTICLE IV

The corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01)."

4. Stockholder Approval: All of the stockholders entitled to vote on this Amendment approved such Amendment.

5. All other articles and provisions of the Articles of Incorporation as originally filed on March 24, 2004, as amended on June 6, 2005, remain the same.

The undersigned has executed these Articles of Amendment on the 8th day of June, 2007.

QUALITY OF LIFE HOLDINGS, INC.

By: 
Michael J. Moses, II, President

Prepared By:
A.R. Neal, Esq.
Johnson, Pope, Bokor, Ruppel & Burns, LLP
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