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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

FLORIDA STATE HEALTH CARE GROUP, INC.

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G. Coulllette MAY 27 2005

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FLORIDA STATE HEALTH CARE GROUP, INC.**

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CLERK OF STATE
TALLAHASSEE, FLORIDA

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: Amendments(s) adopted: Amendment # 1-The new President shall be Aleido Enrique Perez, of 10031 SW 72nd Street, Miami, Florida 33173, Amendment # 2- The new Vice-President, Secretary and Treasurer of the Corporation shall be Isaac Oel Mendoza Rios, of 10031 SW 72nd Street, Miami, Florida 33173 and Amendment # 3- The new registered agent for the Corporation shall be Isaac Oel Mendoza Rios, of 10031 SW 72nd Street, Miami, Florida 33173.


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: **May 25th, 2005.**


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

Signed this May 25, 2005

Florida State Health Care Group, Inc.

By: 
Isaac Oel Mendoza Rios
Director

I hereby accept the obligations and responsibility of being the registered agent for the above referenced corporation.


Isaac Oel Mendoza Rios