

Feb. 8, 2005

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

PARAGON HEALTH CENTER, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PARAGON HEALTH CENTER, INC.

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1. The name of the corporation is PARAGON HEALTH CENTER, INC.

2. Section 7 of the Articles of Incorporation of the corporation, entitled "Management", is hereby amended in its entirety to read as follows:

"7. Management. Business of the corporation shall be managed by the stockholders. ANAMARI MAZPULE, whose address is 1324 NW 16th Ave., #66, Gainesville, FL 32605 is the initial President of the corporation. ELIZABETH ANDRADE DUARTE, whose address is 4100 NW 28th Lane, #68, Gainesville, FL 32606, is the initial Manager of the corporation, with the same powers as the President."

3. The foregoing amendment was approved by the unanimous consent of the stockholders, which was sufficient for approval thereof on the 8th day of February, 2005.

4. The foregoing amendment does not provide for an exchange, reclassification or cancellation of issued shares.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment this 8th day of February, 2005.

PARAGON HEALTH CENTER, INC.

By: Anamari Mazpule
ANAMARI MAZPULE, its President