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BASIC AMENDMENT

HEALTHY CARE MANAGEMENT INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HEALTHY CARE MANAGEMENT, INC.

Pursuant to Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST

Amendment Adopted:

The Articles Incorporation are hereby amended to reflect the correct name of the current officers and directors and shall now read as follows:

The board of directors shall consist of a total of two (2) people and may be amended from time to time but shall never be less than two (2). The director(s) and officer(s) of the Corporation shall be as follows

RENE TOSCA --- Director/President/Secretary
946 S.W. 82ND AVENUE
MIAMI FL 33144

TONY PARADA --- Director/Vice-President/Assistant
946 S.W. 82ND AVENUE Secretary
Miami, Florida 33144

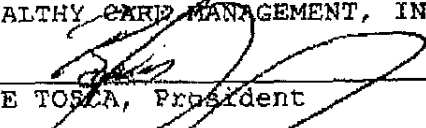
SECOND

The Amendment was adopted on June 13, 2005.

THIRD

The Amendment was adopted by all the shareholders and directors of the Corporation. The number of votes cast were sufficient for approval.

HEALTHY CARE MANAGEMENT, INC.

BY: 
RENE TOSCA, President

BY: 
TONY PARADA, Vice-President

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