

LODEIRO ASSOCIATES INC.

ACCOUNTANTS AND TAX CONSULTANTS

P93000056992

MEMBER
NATIONAL SOCIETY OF PUBLIC ACCOUNTANTS
NATIONAL ASSOCIATION OF ACCOUNTANTS
NATIONAL ASSOCIATION OF CUBAN
ACCOUNTANTS IN EXILE
NATIONAL SOCIETY OF TAX
PROFESSIONALS

SUNSET CENTER OFFICE PARK
10300 SUNSET DRIVE, SUITE 360
MIAMI, FL 33173
(305) 279-9320

December 8, 1999

Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, FL 32314


200003066412--0
-12/10/99--01041--005
*****35.00 *****35.00

Gentlemen:

We are enclosing the Articles of Amendment of Articles of
Incorporation of Yes and Si Medical Equipment, Inc., together with
check for \$35.00 to cover filing fees.

Please send acknowledgement to our attention.

Sincerely,


Jose Lodeiro, MBA
Senior Accountant

Amend
12-21-99
HLS

FILED
99 DEC 10 PM 1:24
FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION

FILED

99 DEC 10 PM 1:24

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, Director of Yes and Si Medical Equipment, Inc., organized under the Laws of the State of Florida, hereby certify:

1. The name of the Corporation is Yes & Si Medical Equipment Inc.


2. The Certificate of Incorporation of this Corporation was filed in the Office of the Secretary of State of Florida on August 13, 1993, Document number P93000056992.

3. That Articles of Incorporation of this Corporation shall be and are amended to read as follows:

- A. To accept the resignation of Daniel Fort as president and director.
- B. To accept the resignation of Mariana Mendez vice-president and director.
- C. To accept the designation of Manuel Diaz as new president, director and registered agent.
- D. New Registered Agent address is 199 SW 12th. Ave. No. 405, Miami, FL 33130

E. That the above Amendments were adopted and approved unanimously by the Director and Shareholders of this Corporation at a joint meeting of the Directors and Stockholders which was sufficient for approval, held on December 8th., 1999

IN WITNESS WHEREOF, We have signed this Certificate this 8th day of December, 1999, at Miami, Dade County, Florida.


Manuel Diaz
President/Director

Having been named Registered Agent and to accept Service of Process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all Status relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as Registered Agent.


Manuel Diaz
Registered Agent

I HEREBY CERTIFY that in Dade County, Florida, on this 8th day of December, 1999, personally appeared Manuel Diaz well known to me, who executed this Certificate of Amendment of

Certificate of Incorporation, and now acknowledge before me that she subscribed to said Amendment of the aforesaid Certificate of Incorporation.

J. Lodeiro

J. Lodeiro, Notary Public
State of Florida at Large

