

LODEIRO ASSOCIATES INC.

ACCOUNTANTS AND TAX CONSULTANTS

P93000076069

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

April 23, 1998

FILED  
98 APR 27 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

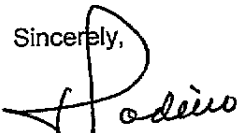
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-04/27/98--01085--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

We are enclosing the Certificate of Amendment of Certificate of Corporation of Orange Cross Medical Supply Inc., together with a check for \$35.00 to cover filing fees.

Please send acknowledgement to our attention.

Sincerely,



Jose Lodeiro, MBA  
Senior Accountant

VS MAY 4 1998

Amend.

CERTIFICATE OF AMENDMENT OF  
CERTIFICATE OF INCORPORATION  
ORANGE CROSS MEDICAL SUPPLY, INC.

FILED  
98 APR 27 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, president of Orange Cross Medical Supply, Inc., organized under the laws of the State of Florida, hereby certify:

1. The name of the Corporation is Orange Cross Medical Supply, Inc.
2. The Certificate of Incorporation of this corporation was filed in the office of the Secretary of State of Florida on November 3rd, 1993, Document number P93000076069.
3. That Articles of Incorporation of this corporation shall be and are amended to read as follows:

- A. To accept the resignation of Calixto Barja, as its Director, President and Registered Agent, effective April 23, 1998
- B. To accept the appointment of Mr. Roberto Martinez, as its new Director, President and Registered Agent.
- C. 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 April 23, 1998.
- D. That the new registered agent address is 1182 N.W. 134 Place, Miami, FL 33182.

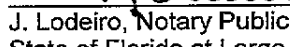
IN WITNESS WHEREOFF, I have signed this Certificate this 23rd. day of April, 1998, at Miami, Dade County, Florida

  
Roberto Martinez  
Director/President

The undersigned, Roberto Martinez, is familiar with and accepts the obligations of the position of Registered Agent of Orange Cross Medical Supply, Inc. which address is 2450 SW 137th. Ave., Suite 201, Miami, FL 33175

  
Roberto Martinez  
Registered Agent

I hereby certify that in Dade County, Florida, this 23rd. day of April, 1998, personally appeared Roberto Martinez, well known to me, who executed this certificate of amendmend and now acknowledges before me that he subscribed to said amendmend of the aforesaid Certificate of Incorporation

  
J. Lodeiro, Notary Public  
State of Florida at Large

