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If you have any questions about these documents, please contact the following:
Chris Martinez at Hm: (305) 576-0194, Office: (305) 672-1058.

FROM: (PLEASE PRINT)

PHONE

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333 41st Street
Suite 714
Miami Beach, FL 33140

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SECRETARY OF STATE
TALLAHASSEE, FL 32310

FILED

Joe
9/10

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

R L NUTRICARE CORP.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added (or delete)

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

333 41th ST suite 714 Miami Beach Fl. 33140

ARTICLE VI OFFICERS

The name and address of the president that this corporation is:

CHRistian Martinez 600 NE 36th ST # 1766 Miami Fl. 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: 8/21/97.

FOURTH: Adoption of Amendment(s) (check one)

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

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TALLAHASSEE, FLORIDA

_____ The amendment(s) was/were adopted by the board of directors
without shareholder action and shareholder action was not
required.

X The amendment(s) was/were approved by the shareholders.
The number of votes cast for the amendment(s) was/were
sufficient for approval.

_____ The amendment(s) was/were approved by the shareholders
through voting groups.

{The following statement must be separately provided for
each voting group entitled to vote separately on the
amendment (s).}

The number of votes cast for the amendment(s) was/were
sufficient for approval by 100%
(voting group)

Signed this 21 day of Aug, 19, 97.

By X Christane Martinez
(Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)
OR
(A director or incorporator if adopted by the directors or
incorporators)

Christian Martinez
(Typed or printed name)

President
(Title)

Personally appeared before me Christane Martinez who
produced Florida Drivers License this 25 day of
August 1997.

Lorraine Peters Stevens