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LAZARUS CORPORATE FILING	SERVICE, INC.
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NEW FILINGS	AMENDMENTS
NEW FILINGS	
	Amendment 700002443327
Profit	Amendment 700002443827
Profit NonProfit	Amendment         700002443827           Resignation of R.A., Officer/Director         -03/02/9801043023           ******35.00         ******35.00
Profit NonProfit . Limited Liability	Amendment         70000244382703/02/9801043023           Resignation of R.A., Officer/Director         -03/02/9801043023           Change of Registered Agent         ******35.00
Profit NonProfit . Limited Liability Domestication	Amendment     700002443827       Resignation of R.A., Officer/Director     -03/02/9801043023       Change of Registered Agent     ******35.00       Dissolution/Withdrawal     -03/02/9801043023
Profit NonProfit . Limited Liability Domestication	Amendment       TOPOD2443327         Resignation of R.A., Officer/Director       -03/02/9801043023         Resignation of R.A., Officer/Director       -03/02/9801043023         Change of Registered Agent       -03/02/9801043023         Dissolution/Withdrawal       -03/02/9801043023         Merger       Availability         Document       -03/02/9801043023         REGISTRATION/       -03/02/9801043023
Profit NonProfit . Limited Liability Domestication Other	Amendment       PODD2443927         Resignation of R.A., Officer/Director       -03/02/9801043023         Resignation of R.A., Officer/Director       -03/02/9801043023         Change of Registered Agent       -03/02/9801043023         Dissolution/Withdrawal       -03/02/9801043023         Merger       Availability         Courrent       -03/02/9801043023         REGISTRATION/       -03/02/9801043023         QUALIFICATION       -03/02/9801043023
Profit NonProfit Limited Liability Domestication Other OTHER FILNGS	Amendment       70000244392703/02/9801043023         Resignation of R.A., Officer/Director       -03/02/9801043023         Change of Registered Agent
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Profit         NonProfit         Limited Liability         Domestication         Other         OTHER FILNGS         Annual Report         Fictitious Name	Amendment       POPOID2443927

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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 deleted)

ARTICLE 6: To remove Heredio J. Gonzalez as Director and President and Treasurer and to appoint Mayra Gonzalez as Director, President and Treasurer. 561 SW 73 Ave. Miami, F1. 33144 Article 5: To change the address of the corporation to 7105 SW 8 St. Suite 405, Miami.Florida, 33144.

Article 8: To remove Heredio J. Gonzalez as Registered Agent and to appoint Mayra Gonzalez, 7105 Sw 8 St. Suite 405, Miami,F1. 33144

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:

'IÍURD:	The date of each amendment's adoption: January 27th, 1998
FOURTH:	Adoption of Amendment(s) (check one)
The a cast fo	mendment(s) was/were approved by the shareholders. The number of votes or the amendment(s) was/were sufficient for approval.
The a	mendment(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(voting group)
	(voting group)
The Shar	amendment(s) was/were adopted by the board of directors without eholder action and shareholder action was not required.
The action	amendment(s) was/were adopted by the incorporators without shareholder on and shareholder action was not required.
S	Signature Auton January ,19 98 Signature Auton bargolog (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors) OR (By an incorporator if adopted by the incorporators) Heredio J. Gonzalez. Typed or printed name
	President.
	Tide

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGIS-TERED AGENT AND AGREE TO ACT IN THIS CAPACITY.

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1-27-98 DATE