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LAZARUS CORPORATE FILING SERVICE, INC.

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LOCAL REPRESENTATIVE TALLAHASSEE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. S & M MEDICAL EQUIPMENT RENTAL INC.
(Corporation Name) (Document #)

2. (Corporation Name) (Document #) 300002621003--6
-08/20/98--01062--001

3. (Corporation Name) (Document #) *****35.00

4. (Corporation Name) (Document #)

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
98 AUG 20 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

Joe 8/20

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
S & M MEDICAL EQUIPMENT RENTAL, INC

FILED
98 AUG 20 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Present Name)

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted:

ARTICLE VII
NEW BOARD OF DIRECTORS

The name and addresses for the NEW BOARD OF DIRECTORS shall be as follows:

NAME	ADDRESS	OFFICE	SHARES
JUAN M. HERMIDA	5951 NW 151 ST SUITE 209 MIAMI L. FL. 33014	PRESIDENT	100

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 : April 2, 1998

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

_____ The Amendment(s) was/were adopted by the incorporators or Board of Directors without shareholders action and shareholders action was not required.

 X The Amendment(s) was/were approved by 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 _____
(voting group)

Signed this 2 day of April, 1998

S & M MEDICAL EQUIPMENT RENTAL, INC

(Corporation Name)

By

Juan M. Hermida
JUAN M. HERMIDA - PRESIDENT