P960000793a1

LAZARUS CORPORATE INDUSTRIES, INC. Requestor's Name 890 S.W. 87 AVENUE, SUITE: 16 Address MIAMI, FLORIDA 33174 (305)552-5973 City/State/Zip Phone # *****35.00 Office Use Only LOCAL REPRESENTATIVE TALLAHASSEE CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 2.00 Walk in Certified Copy Mail out Photocopy Will wait Certificate of Status Profit Amendment NonProfit Resignation of R.A., Officer/ Director RECEIVED >
97 JUL -9 MIII: 15
DIVISION OF CORPORATION

AM 1109 Change of Registered Agent Limited Liability Dissolution/Withdrawal **Domestication** Other Merger (double a falles Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark 00701, 006 Plixamirier's Initials Other

CR2E031(1/95)



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 9, 1997

Lazarus Corporate Industries, Inc. 890 S.W. 87 Avenue Suite 16 Miami, FL 33174

SUBJECT: NEW LIFE PLUS CENTER, INC.

Ref. Number: P96000079321

We have received your document for NEW LIFE PLUS CENTER, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Hogan Corporate Specialist

Letter Number: 197A00035440

PT JUL 10 MH 10: VE CORFORATED

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF AMENDMENT 'TO ARTICLES OF INCORPORATION OF

SECRETARY OF STATE OF CORPORATIONS

97 JUL 10 PM 1: 22

NEW LIFE PLUS CENTER, INC.

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

1. Amendments Adopted

a. Article IX currently states, "The number of Directors constituting the Board of Directors of the corporation is two (2). The name and address of these persons who are to serve as members of the Board of Directors are:

Francisco J. Aguero

1125 Coral Way

Coral Gables, FL 33134

Pablo F. Vega

4660 SW 57 Avenue Miami, Fl 33155"

and shall be amended to state:

"The number of Directors constituting the Board of Directors of the corporation is two (2). The name and address of these persons who are to serve as members of the Board of Directors are:

Francisco J. Aguero

1125 Coral Way

Coral Gables, FL 33134

Zoila D. Aguero

1125 Coral Way

Coral Gables, FL 33134"

b: Article X currently states, "The name and address of each Incorporator and the number of shares of stock each agrees to take is:

Francisco J. Aguero

1125 Coral Way

250 Shares

Coral Gables, FL 33134

Pablo F. Vega

4660 SW 57 Avenue

250 shares

Miami, Fl 33155"

and shall be amended to state:

The name and address of each Incorporator and the number of shares of stock each agrees to take is:

Zoila D. Aguero

1125 Coral Way

400 Shares

Cora Tubles, FL 33134

Maria L. Aguere

1125 Coral Way Coral Gables, FL 33134 100 Shares

2. Effect on Issued Shares

The corporation has not issued shares, therefore, this amendment does not provide for an exchange, reclassification or cancellation of issued shares.

3. Date of Adoption

This amendment shall be effective on June 15, 1997.

4. Approval

The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

5. Officers

a. As of today, by shareholder approval, Maria L. Aguero will serve as President and Secretary of NEW LIFE PLUS CENTER, INC.

- b. As of today, by shareholder approval, **Zoila D. Aguero** will serve as **Vice President** of NEW LIFE PLUS CENTER, INC.
- c. As of today, by shareholder approval, Francisco Aguero will serve as Chief Legal Officer of NEW LIFE PLUS CENTER, INC.

Dated: June 15, 1997

Signature

Francisco J. Aguero

Chairman, Shareholder and Incorporator

Signature

Pablo F. Vega

Shareholder and Incorporator

CORPORATE ACTION BY CONSENT OF THE BOARD OF DIRECTORS AND SHAREHOLDERS OF

NEW LIFE PLUS CENTER, INC.

As permitted by law, the undersigned Directors and Shareholders, being all of the Directors and Shareholders of the above corporation, unanimously adopt the following corporate action(s) without a meeting.

1. ELECTION OF DIRECTORS. The following persons were elected as directors for the terms provided in the bylaws:

Name:

Zoila D. Aguero

Name:

Francisco J. Aguero

2. ELECTION OF OFFICERS. The following officers were elected:

Name:

Maria L. Aguero

Office:

President-Secretary

Name:

Francisco J. Aguero

Office:

Cheif Legal Officer

Name:

Zoila D. Aguero

Office:

Vice-President

3. ADOPTION OF DOCUMENTS/PLANS. The attached documents/plans were adopted:

Amended Articles of Incorporation

Pablo F. Vega

Director and Shareholder

Date

Francisco J. Aguero
Director and Shareholder

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Date