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03 AUG -5 AM 11:33  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
03 AUG -5 PM 1:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. Ocullette AUG 05 2003

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**TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)**

OFFICE USE ONLY

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

1. ARCOIRIS ADULT CARE, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

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

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ARCOIRIS ADULT CARE, INC.**

\_\_\_\_\_  
(present name)

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607-.1006 Florida as 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 II:** This corporation shall have 1 director, the names, title and address is:

<i><b>Yadelkis Cruz</b></i>	<i><b><u>Pres./Sec.</u></b></i>	<i><b>601 N.W. 35 Avenue Miami, Florida 33125</b></i>
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**Article IV:** The new register agent is :

<i><b>Yadelkis Cruz</b></i>	<i><b><u>Pres./Sec.</u></b></i>	<i><b>601 N.W. 35 Avenue Miami, Florida 33125</b></i>
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Transfer Shares To :

<i><b>Yadelkis Cruz</b></i>	<i><b><u>1,000.00 Shares</u></b></i>	<i><b>601 N.W. 35 Avenue Miami, Florida 33125</b></i>
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**SECOND:** If an amendment provides for an exchange, reclassification or cancellation or 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: July 28, 2003

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



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 \_\_\_\_\_"  
(voting group)



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



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

Signed this 1st day of August, 2003

By: \_\_\_\_\_

(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)

Yadelkis Cruz

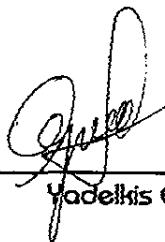
(Typed or printed name)

President

(Title)

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 REGISTERED AGENT, AND AGREE TO ACT IN THIS CAPACITY, I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS MY POSITION AS REGISTERED AGENT.

SIGNATURE



Yadelkis Cruz

DATE *August 1, 2003*