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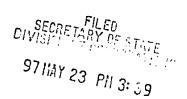
Wanda French Franks 3113 Hotchkiss Lane Tallahassee, FL 32303

904/562-4236 - home number 904/414-7160 - office number 8:00 - 5:00 P.M Rgendy FOR HEAL+h CARE

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

HEART LINTERNATIONAL, INC. (present name)

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:

FIRST: Amendment(s) adopted: (indicate article mumber(s) being amended, added or deleted)

ARTICLE IV AMENDED

10,000 @ \$1.00 par VALUE COMMON STOCK

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: MAY 21, 1997.
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
Œ	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 byvoting group
	νοιιίες ευσώμ
ī	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 22 day of MAY, 1997. Signature Wands Franks Franks	
	(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)	
Typed or printed name	

Title