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June 23, 1997

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/25/97--01015--002
*****87.50 *****87.50

RE: Elite Home Health, Inc.

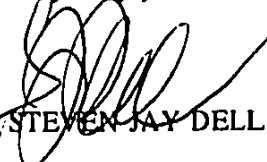
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of Articles of Amendment to Articles of Incorporation relative to the above-referenced business entity.

Our check in the amount of \$87.50 is also enclosed, which represents the filing fee for the amendment and fee for certified copy of same. I have enclosed a self-addressed, stamped envelope for your convenience in returning the documents to the undersigned.

Should you have any questions, or require any additional information, please do not hesitate to contact me.

Very truly yours,


STEVEN JAY DELL

SJD/kb
Encl.

FILED
97 JUN 25 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
NFS
7-2-97

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ELITE HOME HEALTH, INC.

FILED
97 JUN 25 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sec. 607, 1006 F.S., this corporation adopts the following articles of amendment to its Articles of Incorporation:

FIRST: Amendments adopted:

ARTICLE VII

DIRECTORS: This corporation shall have one (1) director initially; the number of directors may be increased from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII

DIRECTORS/OFFICERS: The names and addresses of the first Board of Directors and officers are as follows:

DIRECTOR, PRESIDENT, SECRETARY, TREASURER:

VIVIAN B. KAPLAN

6721 SW 55th Street
Davie, FL 33314

VICE-PRESIDENT: NONE

ARTICLE IX

INCORPORATOR AND SUBSCRIBER: The Incorporator and Subscriber to all of the capital shares of the corporation is:

VIVIAN B. KAPLAN

SECOND: The date of each amendment's adoption is June 11, 1997.

THIRD: The amendments were adopted by the Board of Directors without shareholder action as shareholder action was not required.

Signed this 11th day of June, 1997.



VIVIAN B. KAPLAN - DIRECTOR

JUN 16 1997

**Articles of Amendment to Articles of Incorporation of
ELITE HOME HEALTH, INC.**

STATE OF FLORIDA)
COUNTY OF BROWARD) SS:

The foregoing instrument was acknowledged before me this 11th day of June, 1997 by
VIVIAN B. KAPLAN who is personally known to me and who did take an oath.



Kathryn A. Barbera
Notary Public
State of Florida at Large

My commission expires: