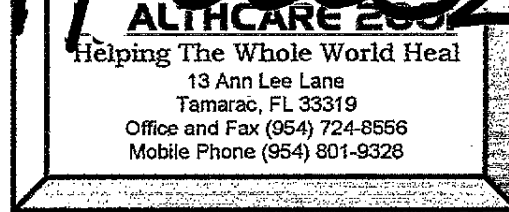


P97 000028882



7/16/99

The following documents are a request for a name change from R & M Veroline, Inc. to HealthCare 2001, Inc. If there are any questions or comments please contact Randy Veroline at the above number(s). Also, We would like a certified copy of the amendment forwarded to HealthCare 2001 at the above address.

Thank you.

Sincerely,

*Randy Veroline*  
PRES

Randy Veroline  
President

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-07/19/99--01072--014  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

FILED  
99 AUG -6 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NC  
BPK & D



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 23, 1999

RANDY VEROLINE  
HEALTHCARE 2001M  
13 ANN LEE LANE  
TAMARAC, FL 33319

SUBJECT: R & M VEROLINE, INC.  
Ref. Number: P97000028882

We have received your document for R & M VEROLINE, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 199A00037855

RECEIVED  
DIVISION OF CORPORATIONS  
JUL 23 1999  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
99 AUG -6 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R & M Veroline, 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 number(s) being amended, added or deleted)*

Change of Corporate name  
no articles are being amended.

Name Change from R & M Veroline, Inc.  
to World HealthCare 2001, Inc.

**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:

N/A

THIRD: The date of each amendment's adoption: 1/1/99

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 12 day of June, 19 99

Signature

Randy Veroline, president  
(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)

RANDY VEROLINE  
Typed or printed name

President  
Title