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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY - STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: RIGMEN HEALTH CARE ALLIANCE, INC.

AUDIT NUMBER.....H97000018737

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 3

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 12, 1997

RIGMEN HEALTH CARE ALLIANCE, INC.
9732 SW 24TH STREET, STE. A
MIAMI, FL 33165SUBJECT: RIGMEN HEALTH CARE ALLIANCE, INC.
REF: P97000074155

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6906.

Darlene Connell
Corporate SpecialistFAX Aud. #: H97000018737
Letter Number: 897A00054317RECEIVED
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DIVISION OF CORPORATE AFFAIRS

4970000 18737

ARTICLES OF AMENDMENT
FOR
RIGMEN HEALTH CARE ALLIANCE, INC.

FILED
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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

TO: The Florida Department of State

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above-named Corporation are amended as follows:

1. Article V, Principal Office, "The principal place of business and mailing address is 9732 S.W. 24th Street, Suite A, Miami, Florida 33165" to be amended to "The principal place of business and mailing address is 9732 S.W. 24 Street, Suite A-101, Miami, Florida 33165."

2. Article VII, Directors, "The number of directors constituting the initial board of directors of the corporation shall be one (1) director" to be amended to "The number of directors constituting the board of directors of the corporation shall be four (4) directors. The name and address of each director is:

Aida Mendez	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165
Frank Riguiero	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165
Aida Maria Riguiero	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165
Orlando Mendez	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165


3. Article XI, Officers, shall be added to the Articles of Incorporation and shall be stated as "ARTICLE XI, OFFICERS, The name, title and address of each officer of the corporation is:

Orlando Mendez	President	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165
Aida Maria Riguiero	Vice President	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165
Frank Riguiero	Treasurer	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165
Aida Mendez	Secretary	9732 S.W. 24 Street, Ste. A-101, Miami, Florida 33165

4. The foregoing amendment was adopted by the Board of Directors pursuant to Section 607.1002, Florida Statutes, without action by the Shareholders. The effective date of the amendment is November 7, 1997.

Executed on: November 7, 1997

STATE OF FLORIDA
COUNTY OF DADE


Name: ORLANDO MENDEZ
Title: PRESIDENT/DIRECTOR

The foregoing instrument was acknowledged before me on November 7, 1997, by Orlando Mendez President of RIGMEN HEALTH CARE ALLIANCE, INC.

Prepared By: Jose R. Puigols, Esq.
2701 S.W. Lejeune Rd. Ste. 401
Coral Gables, FL 33134
(FBN 936911)
(305) 569-9533

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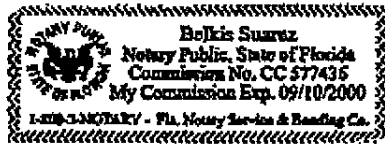
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^ Corporation, on behalf of the Corporation. In Witness Whereof, I here sign and set my seal.

Bellis Suarez

Notary Public

My Commission Expires:



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