198000005028 THE TAX GROUP, INC.

1149 S.W. 27th AVENUE, SUITE #201K 305

MIAMI, FLORIDA 33135

PHONES: 643-6455 / 643-6466

STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
AMENDMENT SECTION
P O BOX 6327
TALLAHASSEE FL 32314

March 10,1998

200002455222--4 -03/12/98--01051--017 *****35.00 *****35.00

RE: MAYOR'S CLINICS, INC. -#98000005028

Gentlemen:

We are, hereby, enclosing ck, #1548 for \$ 35.00 to cover Filing Fees for an Amendment to the above referenced Corporation.

Please return all correspondence related to this matter to:

THE TAX GROUP INC. 1149 SW 27th AVE STE 305 MIAMI FL 33135-4743

Thanking you for your prompt attention to this request, Respectfully yours,

ANDRES W. LOPEZ E.A.

98 MAR 12 PM 1: 19
SECRETARY OF STATE
TALLAHASSEE, FLORID

enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

| MAYOR'S CLINICS, I | | |
|--------------------|------|--|
| (present na | ame) | |

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

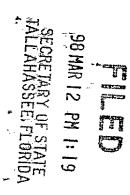
FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE 8 HAS BEEN AMENDED AS FOLLOWS:
AIME DE LA ROSA HAS RESIGEND AS PRESIDENT AND SECRETARY, AND BARBARA CURBELO
IS NOW THE PRESIDENT AND SECRETARY.

ARTICLE 9 HAS BEEN AMENDED AS FOLLOWS:

AIMEE DE LA ROSA HAS RESIGNED AS REGISTERED AGENT AND BARBARA CURBELO HAS
BEEN APPOINTED AS REGISTERED AGENT WHICH POSITION SHE HAS ACCEPTED, HER
ADDRESS IS 10035 NW 44th TERR MIAMI, FL 33178.

ARTICLE 10 HAS BEEN AMENDED AS FOLLOWS:
AIMEE DE LA ROSA HAS TENDERED OVER ALL 500 SHARES OF THE ONLY ISSUED STOCK
TO BARBARA CURBELO FOR FINANTIAL CONSIDERATION.



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: MARCH 1,1998

|) | URTH: Adoption of Amendment(s) (CHECK ONE) |
|---|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1 | 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 |
| | voting group |
| | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. |
| ĺ | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. |
| | Signed this day of MARCH, 19 98 |
| | Signature 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) |
| | BARBARA CURBELO Typed or printed name |
| | Typest of printed name |
| | PRESIDENT |
| | Title |

HAVING BEING MADE AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 IN MY POSITION AS REGISTERED AGENT OF MAYOR'S CLINICS, INC.

BARBARA CURBELO