

P98000080810

TRANSMITTAL LETTER

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

FILED
99 JUL 16 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: VITAL CARE DO BRASIL, INC..

Enclosed is an original and one copy of the Articles of Amendment to Articles of Incorporation of Vital Care do Brasil, Inc.. (P98000080810) and a check of \$ 35.00 for filing fee. Please return the second copy with filing notification.

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-07/16/99--01056--012
*****35.00 *****35.00

FROM: Kalkas Business Services
Name
121 SE 1st Street, Suite 810
Address
Miami, FL 33131
City, State, Zip
(305) 577-9716
Area Code and Phone Number (Daytime)

*Amend 99
7-23-99
PMS*

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Vital Care do Brasil, Inc.

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: Amendments adopted:

Article I.

The principal place of business is located at:

848 Brickell Ave. Suite 1040, Miami, FL 33131

Article IV.

The name and address of Registered Agent of this corporation is:

Manoel DeJesus Kort-Kamp
848 Brickell Ave. Suite 1040, Miami, FL 33131

Article V.

BOARD OF DIRECTORS

The only director of this corporation is:

Manoel de Jesus Kort-Kamp; President, Secretary and Treasurer
888 Brickell Key Dr. #709, Miami, FL 33131

Livia Pinheiro and Herman Correia Bunge Jr. have resigned as directors of the Vital Care do Brasil, 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:

None

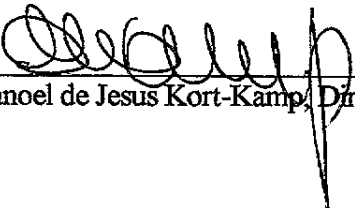
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THIRD: The date of each amendment's adoption: June 7, 1999.

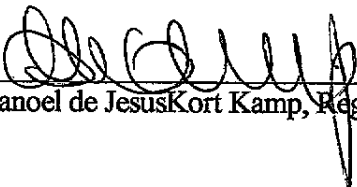
FOURTH: Adoption of Amendments

The amendments were approved by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 7th day of June, 1999.

Signature: 
Manoel de Jesus Kort-Kamp, Director

The undersigned hereby accepts the designation as registered agent of Vital Care do Brasil, Inc.

Signature: 
Manoel de Jesus Kort Kamp, Registered Agent