

P98000080810

TRANSMITTAL LETTER

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

500002969465--5
-08/25/99--01045--005
*****35.00 *****35.00

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.

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
8-31-99
BKS

FILED
99 AUG 25 PM 2:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 directors of this corporation is:

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

Roberto Natali; Vice President and Treasurer
18 De Leon Dr. Maimi Springs, FL 33166

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:

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None

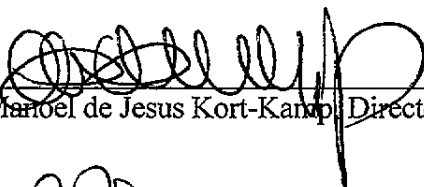
THIRD: The date of each amendment's adoption: June 7, 1999.

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

Signature: _____


Roberto Natali, Director