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From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
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BASIC AMENDMENT

KATHY'S LOVING FACILITY A.L.F. II CORP.

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Amendment
02-26-99
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KATHY'S LOVING FACILITY .A.L.F. II CORP.

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

FIRST: Amendment adopted: Article V

The new President of the Corporation is:

Add: RAFAEL GONZALEZ PRESIDENT 51%
7715 W 10 AVENUE
HIALEAH FL 33014

Delete: ADA PEREZ
326 WEST 11 ST
HIALEAH FL 33010

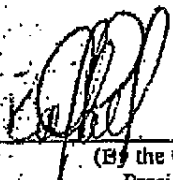
SECOND: The date of amendment's adoption: February 25, 1999

THIRD: Adoption of Amendment(s) (check one)

(X) The amendment(s) was/were adopted by the Shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this February 25, 1999.

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other Officer, if adopted by the shareholders)

RAFAEL GONZALEZ - PRESIDENT

Prepared By: Demar Enterprises Accounting
1550 West 84th Street, #77
Hialeah, Fl 33014
(305) 558-4947

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