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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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Mail out Will wait	Photocopy
NEW FILINGS	AMENDMENTS
Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS	REGISTRATION/QUALIFICATION 50
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other

Examiner's Initials W. 870



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

August 1, 2002

UNITED CARE INC. 7331 CORAL WAY STE 255 MIAMI, FL 33155

SUBJECT: UNITED CARE INC.

Ref. Number: S70370

We have received your document for UNITED CARE INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6908.

Anna Chesnut Corporate Specialist

Letter Number: 702A00046366

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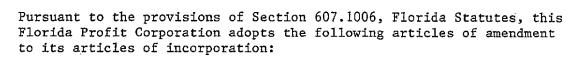
ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

UNITED CARE INC.



FIRST: Article VIII is amended to read as follows:

Article VIII.- Directors and Officers.- The name and addresses of the current director and officer of this corporation, who is to serve as director until his/her successor shall have been elected amd qualified are as follows:

Current Directors:

NAMES:

ADDRESSES:

Aracely Camacho

7729 West 34th Court, Hialeah, FL 33016

Current Officers:

Aracely Camacho President, Secretary, Treasurer

7729 West 34th Court, Hialeah, FL 33016

SECOND: Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served. Is amended to read as follows:

CERTIFICATE DESIGNATING DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

REGISTERED AGENT:

ADDRESSES:

Aracely Camacho

7729 West 34th Court, Hialeah, FL 33016

THIRD: The foregoing amendments and appointments of officers and directors were approved jointly and unanimously by the shareholders and directors, and the number of votes cast was sufficient for approval in accordance with the Articles of Incorporation and the By-laws, on

July 17, 2002.

Signed this July 22nd 2002.

Aracely Camacho

Ana C. Rodriguez, as former officer and director, etc. acknowledging the correctness in the adoption of changes etc., contained herein.

STATE OF FLORIDA ;
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day, before me, and officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Aracely Camacho and Ana C. Rodriguez, who did or/did not take an oath, and to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same. Personally known to the Notary Public Identification Produced:

Notary Public, State of Florida at Large.

MARIA G. PINEDA NOTARY PUBLIC - STATE OF FLORIDA COMMISSION # CC861088 EXPIRES 8/5/2003 BONDED THRU ASA 1-893-NOTARY1

Prepared by:

Ernesto A. Valdes, Esq. 3446 SW 8th Street 204 Miami, FL 33135-4138 Tel (305) 529-9946

United Care, Inc. 7331 Coral way Ste 255 Miami, Florida 33155

Subject: Registered Agent Agreement Letter

Ref. Number: S70370

I, Aracely Camacho the Registered Agent, herby am familiar with and accept the duties and responsibilities as registered agent for United Care, Inc. / Limited Liability Company.

If you need any additional information, please feel free to contact me.

Best Regards,

Aracely Camacho Registered Agent