V72461 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Baron Health Care, Inc.	900026236597 -08/24/9801129007 *****35.00 *****35.00
98 AUG 24 PH 3: 10 DIVISION OF CORPORATION	Art of Inc. File LTD Partnership File Foreign Corp. File L.C. File Fictitious Name File Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Certificate of Good Standing Certificate of Status
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ARTICLES OF AMENDMENT

 \mathbf{TO}

ARTICLES OF INCORPORATION

OF

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TALLAHARY	FLORIDA

Baron	Health	Care,	Inc.		<u> </u>	
Baron	Health	Care,	Inc.			
(present name)						

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

FIRST: Amendment(s) adopted: Amendment #1 - The new address of the Corporation is 175 Fontainbleau Blvd., Suite 2K7, Miami, Florida 33172; Amendment #2 - The President and Secretary of the Corporation shall be Jose Israel Flores, 175 Fontainbleau Blvd., Suite 2K7, Miami, Florida 33172; Amendment #3 - The Vice-President and Treasurer of the Corporation shall be Cristina De Armas, 175 Fontainbleau Blvd., Suite 2K7, Miami, Florida 33172;
Amendment #4 - The new registered agent of the Corporation shall be Cristina De Armas, 175 Fontainbleau Blvd., Suite 2K7, Miami, Florida 33171. *

SECOND: If an amendment provides for an exchange, reclassification of 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:August 19, 1998
FOURTH: Adoption of Amendment(s) (check one)
_x The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.
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)

*Amendment 5 - The directors of the Corporation are Jose Israel Flores and Cristina De Armas - the address for both being 175 Fontainbleau Blvd., Suite 2K7, Miami, Florida 33172.

(continued)

Signed this 19thday of August	_, 19, <u>98</u>
Baron Health Care, Inc.	-
(Corporation Name)	
By Steady al	
(Chairman or Vice Chairman of the Board of Directo other officer if adopted by the shareholders)	rs, President or
(A director or incorporator if adopted by the director	rs or incorporators)
Cristina De Armas	
(Typed or printed name)	•
Director	
/ Tidal	

I hereby assume the responsibility of being the registered agent for the above mentioned Corporation.

Cristina De Armas