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603167

June 29, 2000

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**CERTIFIED MAIL - RETURN RECEIPT
REQUESTED 7000 0600 0025 4800 9258**

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

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-07/05/00--01012--001
*****35.00 *****35.00

Re: Internal Medicine Specialists, Inc./Change of Registered
Office or Registered Agent, or Both for Corporations

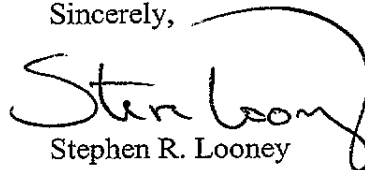
Gentlemen:

Enclosed is a Statement of Change of Registered Office or Registered Agent or Both for Corporations, for Internal Medicine Specialists, Inc., together with a check for \$35.00 to cover the filing fee.

The enclosed statement changes the registered office and registered agent of Internal Medicine Specialists, Inc. from CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324, to Rex R. Buchanan, 3885 Oakwater Circle, Suite 2, Orlando, Florida, 32806.

If you have any questions regarding this matter, please contact me at your earliest convenience.

Sincerely,


Stephen R. Looney

SRL/lis
cc: Rex R. Buchanan

KR
7/1/00

ORL1 #573645 v1

IMSCorporate

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: Internal Medicine Specialists, Inc.

2. The mailing address of the corporation is: 3885 Oakwater Circle, Orlando, Florida 32806

3. Date of incorporation/qualification: November 1, 1971 Document number: 603167

4. The name and address of the current registered agent and office:

CT Corporation System

1200 South Pine Island Road

Plantation, FL 33324

5. The name and address of the new registered agent and office: (P. O. Box Not Acceptable)

Rex Buchanan

3885 Oakwater Circle, Suite 2

Orlando, Florida 32806

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

R. T. Baker
(Signature of an officer, chairman or vice chairman of the board)

6/12/00
(Date)

Robert T. Baker, Treasurer

(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Rex Buchanan
(Signature of Registered Agent)

6-12-2000
(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)

***** FILING FEE: \$35.00 *****