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April 6, 1999

- F. PHILIP BLANK*
- THERESA M. BENDER
- H. RICHARD BISBEE
- JOHN R. DUNPHY
- STEPHEN S. GODWIN
- THOMAS R. McSWAIN
- TIMOTHY J. MEENAN
- R. TERRY RIGSBY
- GEOFFREY D. SMITH
- LEGAL ASSISTANT
- JOHN A. DICKSON, J.D.

*Florida Bar Certified in Health Law

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

99 APR 26 PM 4:38
FILED
TALLAHASSEE, FLORIDA
Via Hand Delivery

Re: ServeCare Home Health Services, Inc.

100002831571--0
-04/07/99--01001--012
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed for filing with your office are Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$43.75 made payable to the Department of State to cover the following fees:

Filing Fee	\$35.00
Certified Copy	8.75

RECEIVED
99 APR -6 PM 4:29

If you will contact my office once the certified copy is ready, we will arrange for someone to pick it up.

If you have any questions or if any additional information is required, please contact my office.

Sincerely,

R. Terry Rigsby
R. Terry Rigsby

RTR/ss
Enclosures

Call when Ready
681-6710
DOR
4/7/99

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ServeCare Home Health Services, Inc.

(present name)

FILED
99 APR -6 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I of the Articles of Incorporation is amended as follows, to wit:

"The name of the Corporation is Lifeline Home Care of Florida, 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:

N/A

THIRD: The date of each amendment's adoption: March 26, 1999

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 26th day of March, 19 99.

Signature James T. Wilson
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

James T. Wilson
Typed or printed name

President
Title