

**JONES
FOSTER
JOHNSTON
& STUBBS, P.A.**
Attorneys and Counselors

H93241

Flagler Center Tower, Suite 1100
505 South Flagler Drive
West Palm Beach, Florida 33401
Telephone (561) 659-3000

Mailing Address
Post Office Box 3475
West Palm Beach, Florida 33402-3475
Facsimile (561) 832-1454

Thornton M. Henry, Esq.
Direct Dial: (561) 650-0432
E-mail: thenry@jones-foster.com

March 4, 1998

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

800002448958--7
-03/06/98--01023--007
*****87.50 *****87.50

98 MAR -6 PM 12:14
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gentlemen:

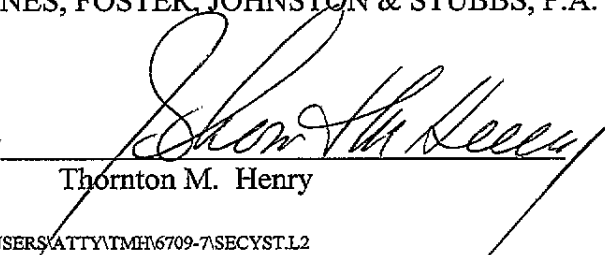
Re: Douglas D. Dedo, M.D. - The Palm Beach
Institute of Cosmetic Surgery, P.A.

Enclosed are the original and a copy of an amendment to the Articles of Incorporation of the captioned corporation. Please file the original and return the copy certified.

A check in the amount of \$87.50 is enclosed to cover the \$35.00 filing fee and the \$52.50 fee for the certified copy.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By 
Thornton M. Henry

G:\USERS\ATTY\TMH\6709-7\SECYST.L2
Enclosures

N/C

VS MAR 11 1998

AMENDMENT TO ARTICLES OF INCORPORATION

OF

DOUGLAS D. DEDO, M. D. - THE PALM BEACH INSTITUTE OF COSMETIC
SURGERY, P.A.

FILED
98 MAR -6 PM 12:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Douglas D. Dedo, M. D. - The Palm Beach Institute of Cosmetic Surgery, P. A., a Florida Professional Association, incorporated in 1986, under its corporate seal in the hand of its president, Douglas D. Dedo, M. D., and secretary, Douglas D. Dedo, hereby certify that:

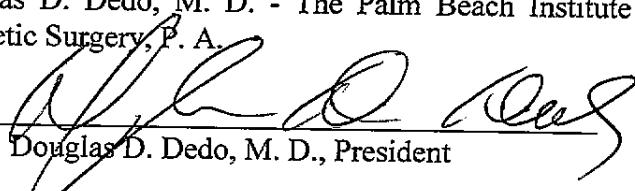
At a duly called Special Joint Meeting of the Board of Directors and Stockholders, held on the 26 day of February, 1998, upon the proposal of the Directors, the following resolution was duly and unanimously adopted by the Board of Directors and Stockholders:

RESOLVED, that effective on the date of filing with the Department of State, State of Florida, the Articles of Incorporation of Douglas D. Dedo, M. D. - The Palm Beach Institute of Cosmetic Surgery, P. A., which Articles of Incorporation were approved and filed in the Office of the Secretary of State at Tallahassee, Florida, on January 7, 1986, are hereby amended by changing the name of said corporation to "Douglas D. Dedo, M. D. - The Palm Beach Institute of Cosmetic Surgery and Longevity, P. A."

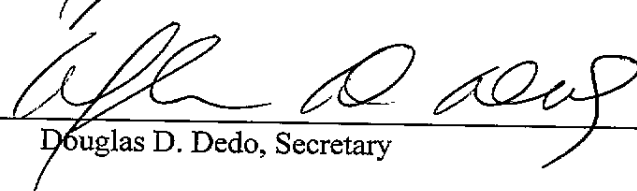
IN WITNESS WHEREOF, said corporation has caused this Certificate to be signed in its name by its President and attested to by its Secretary this 26 day of February, 1998.

Douglas D. Dedo, M. D. - The Palm Beach Institute of
Cosmetic Surgery, P. A.

By


Douglas D. Dedo, M. D., President

ATTEST:


Douglas D. Dedo, Secretary

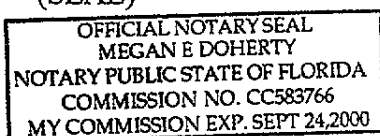
STATE OF FLORIDA
COUNTY OF PALM BEACH

I hereby certify that on this day, before me, an officer duly authorized in the state and county aforesaid to take acknowledgments, personally appeared Douglas D. Dedo, M. D., and Douglas D. Dedo, well known to me to the by President and Secretary, respectively, of Douglas D. Dedo, M.

D. - The Palm Beach Institute of Cosmetic Surgery, P. A., and that they severally acknowledged executing the foregoing Certificate of Amendment freely and voluntarily under authority vested in them by said corporation and that the seal affixed thereto is the true corporate seal of said corporation.

WITNESS my hand and official seal in the county and state last aforesaid this 26th day of February, 1998.

(SEAL)




Notary Public

State of Florida, at Large

My commission expires 9/24/00