

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
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**NO2488**

Florida Health Choice, Inc.

200002930642--8  
-07/14/99--01004--020  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

- Art of Inc. File Amend
- 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 \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record OK
- UCC 1 or 3 file 7/14/99
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

FILED  
99 JUL 14 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
99 JUL 14 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Signature \_\_\_\_\_

Requested by LB 7/14/99 9:19

Name \_\_\_\_\_ Date \_\_\_\_\_ Time \_\_\_\_\_

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

**ARTICLES OF AMENDMENT**  
to  
**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**

FILED  
99 JUL 14 PM 2:23  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Of

**Florida Health Choice, Inc.**

*Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its amended and restated articles of incorporation.*

**FIRST:** Amendments adopted:

Article V is hereby amended to read in its entirety as follows:

No part of the net earnings of the Corporation shall inure to the benefit of any director or officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to the Corporation effecting one or more of its purposes), and no director or officer of the Corporation, and no private individual, shall be entitled to share in the distribution of corporate assets upon the dissolution of the Corporation.

Upon dissolution of the Corporation, or the winding up of its affairs, and after satisfaction of all obligations of the Corporation as required by law, the remaining assets of the Corporation shall be distributed pursuant to a plan of distribution of assets adopted by the Corporation, which plan may provide for the distribution of all, or a portion, of such remaining assets to the Members of the Corporation provided that each such Member which is a recipient of any such assets, at the time of the distribution, must be (i) exempt from federal income taxation by virtue of being an organization described under Section 501(c)(3) of the Code or a special taxing district created by the Legislature of the State of Florida, and (ii) engaged in the delivery of health care services.

Article III, Section Four is hereby amended to read in its entirety as follows:

Except to the extent otherwise provided in the Amended and Restated Articles of Incorporation of the Corporation, no member shall have any right, title, or interest in any of the property or assets, including any earnings or investment income of this Corporation, nor any right to have such property or assets distributed to any member on dissolution or winding up thereof.

**SECOND:** The date of adoption of the amendment(s) was: June 9, 1999.

**THIRD:** Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Florida Health Choice, Inc.

Corporation Name



Signature of Chairman, Vice Chairman, President or other officer

Robert Taylor

Typed or printed name

Board Chairman

June 23, 1999

Title

Date