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**COR AMND/RESTATE/CORRECT OR O/D RESIGN**

**FOUNDATION HEALTH SERVICES, INC.**

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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
FOUNDATION HEALTH SERVICES, INC.**

Pursuant to the provisions of Sections 617.1006, Florida Statutes, **FOUNDATION HEALTH SERVICES, INC.**, a Florida corporation (the "Corporation"), hereby adopts the following amendment to its Articles of Incorporation:

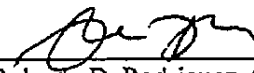
1. Paragraph A of Article III of the Corporation's Articles of Incorporation is hereby amended in its entirety and replaced with the following:

A. To receive and administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or comparable provisions of subsequent legislation (the "Code"). In no event and at no time will FHS provide healthcare or medical services. Any net earnings derived shall be paid as dividends to its member, which is also exempt from tax pursuant to Section 501(c)(3) of the Code;

2. There are no members entitled to vote on the amendment. The foregoing amendment was adopted by the Board of Directors at a meeting held on April 25, 2006. The number of Directors voting in favor of the foregoing amendment was sufficient for approval.

The undersigned has executed these Articles of Amendment to the Articles of Incorporation on this 22 day of April, 2006.

FOUNDATION HEALTH SERVICES, INC.

By:   
Rolando D. Rodriguez, Chief Executive Officer

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