

N93000004237

BLACK, CROTTY, SIMS, HUBKA, BURNETT, BIRCH AND SAMUELS, L.L.P.
ATTORNEYS & COUNSELORS AT LAW

DAVID L. BLACK 1900-1974
MARVIN SAMUELS 1953-1988

E. WILLIAM CROTTY
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HAROLD C. HUBKA
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DONALD M. BIRCH, JR.
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ALSO AVAILABLE FOR
CONSULTATION AT:
1341 G STREET, N.W.
SUITE 1100
WASHINGTON, D.C. 20005
(202) 626-8500

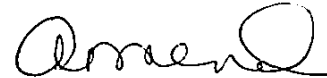
OF COUNSEL
W. GARRETT CROTTY
PATRICK J. O'CONNOR
ROBERT L. LIPSHUTZ
LAURENCE H. BARTLETT
GOVERNMENTAL CONSULTANT
T.K. WETHERELL*
(*NOT AN ATTORNEY)

February 25, 1997

Sandra B. Mortham, Secretary
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/28/97--01038--0103
*****70.00 *****35.00

RE: HALIFAX HEALTHY FAMILIES CORPORATION

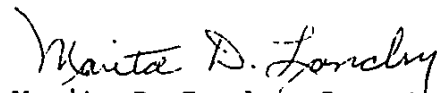


Dear Madam Secretary:

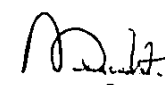
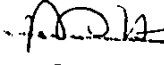
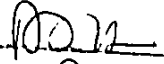
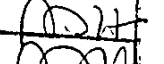
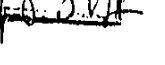
Enclosed please find the original and one copy of the Third Amendment and Fourth Amendments to the Articles of Incorporation for the above named corporation. After filing, please return a stamped copy of these Amendments to me at the above address. Also enclosed please find our firm's check in the amount of \$70.00 to cover the cost of the filing fee.

Thank you in advance for your prompt attention to this matter.

Sincerely,


Marita D. Landry, Secretary to
Kathleen L. Crotty, Esq.

/mdl
Enclosures

Name	3/10/97
	
	
	
	
	

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**FOURTH AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF**

HALIFAX HEALTHY FAMILIES CORPORATION

The undersigned directors, representing a majority of the Board of Directors, pursuant to Article IX of the Articles of Incorporation, hereby amend the Articles of Incorporation and the Articles of Amendment to the Articles of Incorporation in the following manner:

ARTICLE III

PURPOSES

- a. To enhance access to health care for Central Florida school children and their family members through its own efforts, or in conjunction with other entities;
- b. To facilitate the provision of preventive care for all Central Florida school children and their families;
- c. To carry on any educational or other activities relating to the general health and welfare of all school children of Central Florida and their families.

ARTICLE VI

BOARD OF DIRECTORS

Section 1. Authority of Board; Number of Directors. The property, affairs, business and operation of the Corporation shall be managed by a Board of Directors. The Board of Directors shall carry out the purpose of the Corporation in compliance with the Articles of Incorporation and the Bylaws of the Corporation. The initial Board of Directors shall consist of three (3) natural persons. The number of Directors may be increased or decreased as

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

provided by the Bylaws of the Corporation, but in no event shall there be less than three (3), nor more than twenty-nine (29) Directors. The term of office of each Director and manner of their election or appointment shall be as specified in the Bylaws of the Corporation.

SECRETARY'S CERTIFICATE

This is to certify that the foregoing Amendments to the Articles of Incorporation of Halifax Healthy Families Corporation, a Florida Not-For-Profit Corporation, have been duly adopted by the requisite vote of the Board of Directors of said Corporation, all as required by law, on this 5th day of October, 1995. There are no members of the Corporation who are entitled to vote on the amendments.

IN WITNESS WHEREOF, the undersigned, duly appointed and acting Secretary of the Corporation, has signed this Certificate and affixed the seal of the Corporation herein dated this 5th day of October, 1995.

HALIFAX HEALTHY FAMILIES CORPORATION

BY: [Signature]

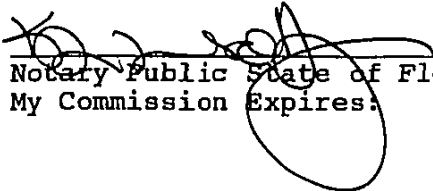
Secretary

[Corporate Seal]

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared Deanna M. Schreffer, Secretary of the Board of Directors of HALIFAX HEALTHY FAMILIES CORPORATION, a corporation not for profit, personally know to me, and acknowledged before me that she/he executed the above and foregoing Third Amendment to the Articles of Incorporation of HALIFAX HEALTHY FAMILIES CORPORATION.

WITNESS my hand and seal in the County and State aforesaid this 5th day of October, 1995.



Notary Public State of Florida
My Commission Expires:



KATHLEEN L. CROTTY
MY COMMISSION # CC367975 EXPIRES
December 27, 1996
BONDED THRU TROY FARM INSURANCE, INC.

N93000004237

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ATTORNEYS & COUNSELORS AT LAW

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LAURENCE H. BARTLETT

GOVERNMENTAL CONSULTANT
T.K. WETHERELL

(NOT AN ATTORNEY)

February 25, 1997

Sandra B. Mortham, Secretary
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-02/28/97--01038--003

*****70.00 *****35.00

RE: HALIFAX HEALTHY FAMILIES CORPORATION

Dear Madam Secretary:

Enclosed please find the original and one copy of the Third Amendment and Fourth Amendments to the Articles of Incorporation for the above named corporation. After filing, please return a stamped copy of these Amendments to me at the above address. Also enclosed please find our firm's check in the amount of \$70.00 to cover the cost of the filing fee.

Thank you in advance for your prompt attention to this matter.

Sincerely,

Marita D. Landry
Marita D. Landry, Secretary to
Kathleen L. Crotty, Esq.

/mdl
Enclosures

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97 FEB 28 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Availability	3/7/97
Document Examiner	[Signature]
Updater	[Signature]
Uprate Verifier	[Signature]
Acknowledgment	[Signature]
W.P. Verifier	[Signature]

THIRD AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF

HALIFAX HEALTHY FAMILIES CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned directors, representing a majority of the Board of Directors, pursuant to Article IX of the Articles of Incorporation, hereby amend the Articles of Incorporation and the Articles of Amendment to the Articles of Incorporation in the following manner:

ARTICLE VI

BOARD OF DIRECTORS

Section 1. Authority of Board; Number of Directors. The property, affairs, business and operation of the Corporation shall be managed by a Board of Directors. The Board of Directors shall carry out the purpose of the Corporation in compliance with the Articles of Incorporation and the Bylaws of the Corporation. The initial Board of Directors shall consist of three (3) natural persons. The number of Directors may be increased or decreased as provided by the Bylaws of the Corporation, but in no event shall there be less than three (3), nor more than twenty-one (21) Directors. The term of office of each Director and manner of their election or appointment shall be as specified in the Bylaws of the Corporation.

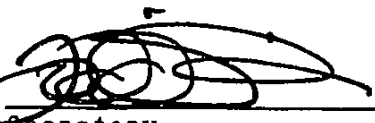
SECRETARY'S CERTIFICATE

This is to certify that the foregoing Amendments to the Articles of Incorporation of Halifax Healthy Families Corporation, a Florida Not-For-Profit Corporation, have been duly adopted by the requisite vote of the Board of Directors of said Corporation, all

as required by law, on this 21 day of June, 1995.
There are no members of the Corporation who are entitled to vote on
the amendments.

IN WITNESS WHEREOF, the undersigned, duly appointed and acting
Secretary of the Corporation, has signed this Certificate and
affixed the seal of the Corporation herein dated this 21 day of
June, 1995.

HALIFAX HEALTHY FAMILIES CORPORATION

By: 
Acting Secretary

[Corporate Seal]

STATE OF FLORIDA
COUNTY OF VOLUSIA

BEFORE ME, the undersigned authority, personally appeared
Todd Phillips, Secretary of the Board of Directors of
HALIFAX HEALTHY FAMILIES CORPORATION, a corporation not for profit,
personally know to me, and acknowledged before me that she/he
executed the above and foregoing Third Amendment to the Articles of
Incorporation of HALIFAX HEALTHY FAMILIES CORPORATION.

WITNESS my hand and seal in the County and State aforesaid
this 21st day of June, 1995.


Notary Public State of Florida
My Commission Expires:



Marita D. Landry
MY COMMISSION # CC606313 EXPIRES
January 6, 2001
BONDED THRU TROY FAIR INSURANCE, INC.