

To: The Florida Dept. of State
Subject: 000177.115833

From: Ashley Smith

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Division of Corporations

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Florida Department of State
Division of Corporations
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COMPASS CAROLINA HEALTH CARE SYSTEMS, INC.**

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**ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF COMPASS CAROLINA HEALTH CARE SYSTEMS, INC.**

Pursuant to the applicable provisions of the Florida Statutes, this Florida business corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is COMPASS CAROLINA HEALTH CARE SYSTEMS, INC. (the "Corporation").
2. The Amendment set forth below was adopted by a written action of the sole director and sole shareholder of the Corporation dated October 28, 2009. The number of votes cast for the Amendment was sufficient for approval.
3. Article 1 of the Articles of Incorporation of the Corporation shall be deleted in its entirety and replaced with the following:

ARTICLE I

The name of the Corporation is **COMPASS CAROLINA HEALTH SYSTEMS, P.A.**, a Florida professional association

4. Article III of the Articles of Incorporation of the Corporation shall be deleted in its entirety and replaced with the following:

ARTICLE III

The purpose of the Corporation is to engage in the practice of medicine and to conduct any and all lawful activities or business under the laws of the United States of America and State of Florida; provided, however, that professional medical services shall be rendered only through officers, employees, agents, and independent contractors who are duly licensed as necessary in the appropriate jurisdiction.

The Corporation may do all and every thing necessary, advisable, proper, or convenient for the accomplishment of, attainment of, or furtherance of any of the purposes or objectives set forth in these Articles of Incorporation or any amendment thereof, and to do all other things incident thereto or connected therewith, which are not forbidden by law, or by these Articles of Incorporation.

5. All of the provisions of the Articles of Incorporation not amended herein are hereby ratified, confirmed and shall remain unchanged.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation.

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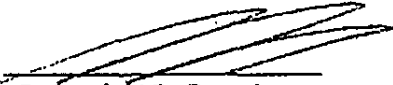
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COMPASS CAROLINA HEALTH CARE
SYSTEMS, INC.,
A Florida business corporation

By : 
Scott D. Segal, M.D., President

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