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JUN-19-98 15:30

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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: AKERMAN, SENTERFITT & EIDSON, P.A. (WPB)

ACCT#: 104075003305

CONTACT: NANCY M PORCARI

PHONE: (561) 659-5990

FAX #: (561) 659-6313

NAME: KATHRYN F. SLOAN, M.S. INC.

AUDIT NUMBER.....H98000011517

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..1

PAGES..... 3

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TALLAHASSEE, FLORIDA

98 JUN 22 PM 12:42

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98 JUN 22 AM 7:45  
DIVISION OF CORPORATIONS

n/c Amend

me 6/22

JUN-22-98 09:55 From:AKERMAN,SETERFITT & EIDSON

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6/19/98

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TO: DIVISION OF CORPORATIONS

FAX #: (850) 922-4000

FROM: AKERMAN, SENTERFITT & EIDSON, P.A. (WPB)  
CONTACT: NANCY M PORCARI  
PHONE: (561) 659-5990

ACCT#: 104075003305

FAX #: (561) 659-6313

**FAXED**

NAME: KATHRYN F. SLOAN, M.S. INC.

AUDIT NUMBER.....H98000011517

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...1

PAGES..... 24

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6-22-98  
10:20AM  
RECEIVED  
98 JUN 22 AM 11:06  
DIVISION OF CORPORATIONS  
Attention:  
Jeressa Brown,  
Amendments section



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 22, 1998

KATHRYN F. SLOAN, M.S. INC.  
600 SANDTREE DRIVE  
206B  
PALM BEACH GARDENS, FL 33403

SUBJECT: KATHRYN F. SLOAN, M.S. INC.  
REF: P93000027270

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown  
Corporate Specialist

FAX Aud. #: H98000011517  
Letter Number: 898A00034193

*OK ✓  
look out  
come  
after  
M.S.  
and  
re-faxed.  
6/22/98  
10:20  
APP*

H98000011517

**AFFIDAVIT**

STATE OF FLORIDA            }  
                                     }  
COUNTY OF PALM BEACH    }

Pursuant to Florida Statutes, Sections 607.1405(4) and 607.0120, David Michael (the "Affiant"), being first duly sworn, deposes and says:

1. That Affiant is the Director of Wellness Resource Center, Inc. (the "Corporation"), a voluntarily dissolved Florida corporation, and as such has personal knowledge of the facts herein contained;
2. That the Corporation has no intention of revoking the voluntary dissolution filed with the Florida Department of State, Corporations Division, on June 19, 1998;
3. That the Corporation hereby grants to Kathryn F. Sloan, M.S. Inc., immediate assumption or use of the corporate name "Wellness Resource Center, Inc."; and
4. Dated this 19 day of June, 1998.

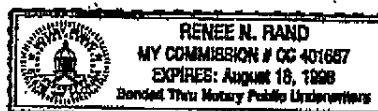
FURTHER AFFIANT SAYETH NAUGHT.

  
\_\_\_\_\_  
David Michael, Director

SWORN TO AND SUBSCRIBED before me this 19 day of June, 1998, by David Michael (name of person making statement). He/She is personally known to me or has produced F.D.L. M240-165-58-364-0 (type of identification) as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC, STATE OF FLORIDA

Renee Rand  
\_\_\_\_\_  
(Print, Type or Stamp Commissioned Name of Notary Public)



H98000011517

**THIRD AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
KATHRYN F. SLOAN, M.S. INC., A FLORIDA CORPORATION**

H9800011517  
FILED  
JUN 22 PM 12:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Director, being duly authorized, empowered and directed to act, hereby files this Third Amendment to the Articles of Incorporation of Kathryn F. Sloan, M.S. Inc., and hereby certifies as follows:

1. The original Articles of Incorporation of Kathryn F. Sloan, M.S. Inc., were filed with the Department of State for the State of Florida on April 12, 1993, under document number P93000027270.

2. This Third Amendment to the Articles of Incorporation was adopted by unanimous written consent of the Board of Directors on June 19, 1998. This Third Amendment was adopted without shareholder approval pursuant to Florida Statutes section 607.1002.

3. This Third Amendment is effective on the date that this Third Amendment to the Articles of Incorporation is filed with the Department of State of the State of Florida.

4. Article One of the Articles of Incorporation is hereby amended and restated in its entirety to read as follows:

**ARTICLE ONE**

The name of the Corporation is Wellness Resource Center, Inc.

5. Except as amended by this Third Amendment, the Articles of Incorporation of the Corporation are hereby adopted and restated as set forth in the original Articles of Incorporation.

**IN WITNESS WHEREOF**, the undersigned has executed this Third Amendment to the Articles of Incorporation this 19<sup>th</sup> day of June, 1998.

KATHRYN F. SLOAN, M.S. INC.

By: Kathryn F. Sloan  
Kathryn F. Sloan, Director

Lori C. Desnick, Esquire  
Florida Bar No. 129542  
777 South Flagler Drive, Suite 900 East Tower  
West Palm Beach, Florida 33401  
(561) 659-5990

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STATE OF FLORIDA )

COUNTY OF Palm Beach )

On this 19<sup>th</sup> day of June, 1998, before me personally came Kathryn F. Sloan, as Director of Kathryn F. Sloan, M.S. Inc., who is personally known to me, is personally known to and has been identified by a witness personally known to me, or who exhibited a Florida driver's license or other form of identification to me, and who acknowledged execution of the foregoing instrument.

(SEAL)

Renee N. Rand  
Notary Public, State of FloridaPrint Name: Renee N. RandCommission Number: CC 401667My Commission Expires: 8/18/98

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