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REPLY TO:
Orlando

April 7, 1998

VIA FEDERAL EXPRESS

APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
98 APR -8 PM 12: 20

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

700002482627-6
-04/08/98-01067-006
*****87.50 *****87.50

Re: Dialysis Laboratories Management, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of Dialysis Laboratories Management, Inc. Also enclosed is a check in the amount of \$87.50 to cover the required filing fee and certified copy. Please stamp the enclosed copy of the Articles of Amendment when filed and return to my attention in the enclosed envelope.

Thank you for your assistance in this matter. Should you have any questions or comments, please contact me at the above number.

Sincerely,

M. Deborah Fricke
Corporate Legal Assistant

MDF:mlb
enclosures

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*Cert Copy
4-8-98

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
DIALYSIS LABORATORIES MANAGEMENT, INC.**

WHEREAS, the name of the Corporation is Dialysis Laboratories Management, Inc.; and

WHEREAS, the Corporation was incorporated pursuant to the provisions of the Florida General Corporation Act, effective December 12, 1994; and

WHEREAS, the undersigned Corporation, by and through its Directors and pursuant to the provisions of Section 607.1001 of the Florida Statutes, wish to amend the aforesaid Articles of Incorporation; and

WHEREAS, the Board of Directors and sole Shareholder at a meeting held as of April 7, 1998, unanimously agreed to amend the aforesaid Articles of Incorporation in the manner hereinafter set forth;

NOW, THEREFORE, the undersigned hereby amends the Articles as follows:

1. Article I - Name of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE I - Name

The name of this Corporation shall be:


VMC MANAGEMENT, INC."

2. Except as modified herein, the Articles of Incorporation of said Corporation shall be and remain in full force and effect.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 7th day of April, 1998.

DIALYSIS LABORATORIES
MANAGEMENT, INC., a Florida
corporation

By: _____


J. P. Carolan, III, Director

98 APR 23 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED