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Law Offices
**Needle
Gallagher
Areces
Ellenberg, P.A.**

1401 Brickell Avenue
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Miami, Florida 33131
Telephone: 305/530-0000
Facsimile: 305/530-1919

Andrew Needle
Janice L. Gallagher
A. Francisco Areces
Andrew L. Ellenberg

Steven B. Zuckerman
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Kathleen H. Moon, A.R.N.P.
Medical Investigator
Gregg D. Kerness, Legal Assistant

July 26, 1999

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

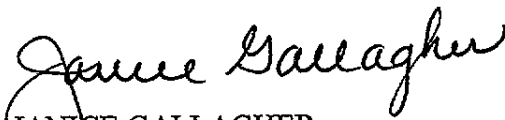
**Re: Needle Gallagher Areces & Ellenberg, P.A.
Articles of Amendment**

Dear Sir/Madam:

Enclosed are the original and one copy of the articles of amendment for the above-named Florida corporation. Also enclosed is a draft in the amount of \$148.75, representing the amount needed for filing fees, a certified copy of the articles of amendment, and a Certificate of Status as well as a certified copy of the original articles of incorporation.

Thank you for your assistance in this matter. If you have any questions, please feel free to contact me at (305) 530-0000.

Sincerely,


JANICE GALLAGHER

JG:dk

Enclosures

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N/C

V. SHEPARD AUG 3 - 1999

FILED
99 JUL 28 AM 7:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
NEEDLE GALLAGHER ARECES & ELLENBERG, P.A.**

FILED
99 JUL 28 AM 7:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this professional service corporation adopts the following articles of amendment to its articles of incorporation:

Amendments adopted:

**ARTICLE I (Amended)
Name**

The name of the corporation shall be:

NEEDLE GALLAGHER & ELLENBERG, P.A.

The principal office and mailing address of the corporation shall be:

1401 Brickell Avenue, Suite 900
Miami, FL 33131

**ARTICLE VI (Amended)
Registered agent and office**

The street address of the registered agent shall be: 1401 Brickell Avenue, Suite 900, Miami, FL 33131. The registered agent shall continue to be: Janice Gallagher, Esq.

Date of Each Amendment's Adoption:

The date of each amendment's adoption shall be July 26, 1999.

Adoption of Amendments:

The amendments were adopted by the shareholders. The number of votes cast for the amendments were sufficient for approval.

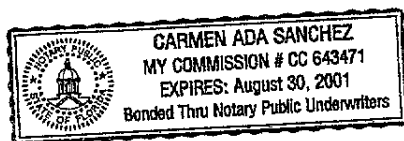
Signed this day 26th of July, 1999.


Janice Gallagher
Secretary-Treasurer of
Needle Gallagher Areces
& Ellenberg, P.A.

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned Notary Public of the State of Florida, Janice Gallagher, Esq., the Secretary-Treasurer of the above referenced corporation, whose name is subscribed to the herein three page instrument, and who executed the foregoing instrument and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes there set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this
26th day of July, 1998.



C. Sanchez
(signature of Notary Public)

Carmen A. Sanchez
(print name)

Produced identification as follows: Personally Known/or _____ Did not take
an oath _____