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BASIC AMENDMENT

PAIN AND REHABILITATION NETWORK, INC.

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ARTICLES OF AMENDMENT

TALLAHASSEE, FLORIDA

OF

ARTICLES OF INCORPORATION

OF

PAIN AND REHABILITATION NETWORK, INC.

Pursuant to Provisions of the Florida Business Corporation Act

PAIN AND REHABILITATION NETWORK, INC., (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify that, pursuant to the applicable section(s) of the Florida Business Corporation Act, the Board of Directors of the Corporation adopted the resolutions set forth below, on May 18, 2005, which resolutions are in full force and in effect as of the date hereof:

WHEREAS, the Corporation is authorized by its Bylaws to amend or repeal any provision contained in the Articles of Incorporation (the "Articles");

WHEREAS, the Board of Directors of the Corporation, by action of consent (resolution) on May 18, 2005, with respect to the foregoing matters have authorized the amendments set forth below to the Articles.

NOW THEREFORE IT IS RESOLVED, that:

- 1. Article V of the Articles is hereby deleted in its entirety.
- 2. Except as set forth herein the Articles of Incorporation of the Corporation remain unchanged.

Fax Audit Number: H05000 [269293]
Prepared by: E. Nicholas Davis III
Cloverleaf Capital
12200 W. Colonial Drive, Ste. 303
Winter Garden, Florida 34787
(407) 905-9699 Phone
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Fax Audit No. 4050001269293

The foregoing was authorized and approved by the Board of Directors and the Stockholders of the Corporation by written consent effective May 18, 2005.

IN WITNESS WHEREOF, Pain and Rehabilitation Network, Inc. through its designated Director has caused this Certificate to be duly executed in its corporate name as of May 18, 2005.

PAIN AND REHABILITATION NETWORK, INC.

Randy Lubinsky Director

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STATE OF FLORIDA)
COUNTY OF ORANGE)

On this 18th day of May 2005, before me, a Notary Public in and for the State and County aforesaid, personally appeared Randy Lubinsky, who either is known to me personally of who supplied _________ as identification, acknowledged to the fact that he is the Registered Agent and Incorporator of PAIN AND REHABILITATION NETWORK, INC., and that he executed as said director the foregoing Articles of Amendment of said Corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.

Notary Public Commission expires: 4/30/08

Jennifer S. Loomle
My Commission DB293068
Expires April 30, 2008

Fax Audit Number: HOSOO01249293 Prepared by: E. Nicholas Davis III Cloverleaf Capital 12200 W. Colonial Drive, Ste. 303 Winter Garden, Florida 34787 (407) 905-9699 Phone (407) 905-9695 Fax