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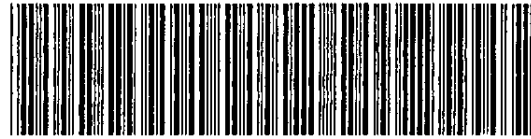
(Business Entity Name)

(Document Number)

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11 FEB 28 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TR 3-3-11



February 24, 2011

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Flagler Medical Arts Buildings, Inc.

Enclosed is a Certificate of Amendment to be filed regarding Flagler Medical Arts Buildings, Inc. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Sincerely,

A handwritten signature in cursive script that reads "Barbara J. Lambert".

Barbara J. Lambert, assistant to
Maurice Shams

MS/bjl
enclosure

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
FLAGLER MEDICAL ARTS BUILDINGS, INC.

FILED
12 FEB 28 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned President of Flagler Medical Arts Buildings, Inc., organized and existing under the laws of the State of Florida, does hereby certify that the following Articles of Amendment to the Articles of Incorporation has been approved by the Board of Directors and approved by the stockholder of Flagler Medical Arts Buildings, Inc. on the 16th day of January, 2011.

RESOLVED, the Articles of Incorporation are amended by deleting the articles referring to Capital Stock in the Corporation and substituting in lieu thereof, the following:

Capital Stock. The aggregate number of shares which the Corporation will have authority to issue are 10,000 shares, consisting of 5,000 shares of Class A Voting Common Stock ("Voting Common Stock") with a par value of \$1,000 per share, and 5,000 shares of Class B Non-Voting Common Stock ("Non-Voting Common Stock") with a par value of \$1,000 per share. The Class A Voting Common Stock and Class B Non-Voting Common Stock shall be subject to the rights, preferences, restrictions and limitations as herein set forth. The stated capital of the Corporation shall be at least equal to the sum of the aggregate par value of all issued shares, including Class A Voting Common Stock and Class B Non-Voting Common Stock, or such amount as the Board of Directors determine will be transferred as stated capital of the Corporation.

The following is a statement of the designation, powers, preferences and rights of both Class A Voting Common Stock and Class B Non-Voting Common Stock of the Corporation:

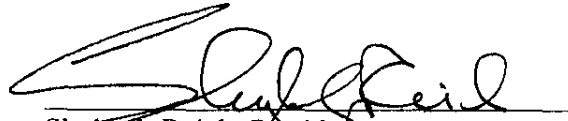
- A. Class A Voting Common Stock:
 - 1. Voting: The Class A Voting Common Stock issued and outstanding shall be vested with and possess the exclusive voting rights and voting powers of the Corporation, which shall include, without limitation, the election of Directors, sale of assets, declaration and distribution of dividends, all matters affecting the management and affairs of the Corporation, determination as to dissolution of the Corporation, and for all other purposes of the Corporation. Each holder of Class A Voting Common Stock shall be entitled to vote based on the holder's percentage of ownership of Class A Voting Common Stock.

- B. Class B Non-Voting Common Stock:
 - 1. Voting: The holders of the Class B Non-Voting Common Stock shall not be entitled to vote on any matter pertaining to the Corporation or affecting the management or affairs of the Corporation, and shall not be entitled to notice of any shareholders meeting or to vote upon the election of

Directors, sale or transfer of assets, dissolution of the Corporation, declaration or distribution of dividends or for any other purposes of the Corporation.

- C. As to both Class A Voting Common Stock and Class B Non-Voting Common Stock:
1. Proprietary Interest in the Corporation: Both Class A Voting Common Stock and Class B Non-Voting Common Stock shall have all rights appertaining to authorized and issued shares of the Corporation as provided under law except as to voting rights, which shall be exclusively vested as herein provided with Class A Voting Common Stock. Each share of Class A Voting Common Stock and Class B Non-Voting Common Stock shall be equal as to ownership and proprietary interest in the Corporation, including without limitation, payment of dividends to Shareholders of Class A and Class B stock, distribution of proceeds upon sale or transfer of assets or liquidation of the Corporation. Notwithstanding anything herein to the contrary, in no event shall the Class B Non-Voting Common Stock have any right to vote upon dissolution or sale or transfer of the assets of the Corporation. No stock in the Corporation shall be sold, assigned, transferred, pledged or hypothecated without approval of a majority of the Class A Voting Common Stock interest.
 2. Preemptive Rights. No holder of Class A Voting Common Stock or Class B Non-Voting Common Stock shall have any preemptive right to subscribe for purchase or receive any part of any new or additional shares of any class of stock or obligations, warrants or other securities of the Corporation of any class, whether now or hereafter authorized, unless otherwise determined by the Board of Directors of the Corporation, and then on such terms and for such consideration as the Board of Directors in their absolute discretion may deem advisable.
- D. This Amendment to the Articles of Incorporation with a Certificate of Approval by the stockholder, signed by the President of the Corporation shall be prepared and filed with the Secretary of State of the State of Florida in the manner required for Amendments to a Certificate of Incorporation and the officers of the Corporation are hereby directed to take such further action as may be necessary and required by law to accomplish the filing of the Amendment of the Certificate of Incorporation as provided herein.

Dated at Orlando, Orange County, Florida on this 16th day of January, 2011.



Shyla G. Reich, President
Flagler Medical Arts Buildings, Inc.

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was sworn to and subscribed before me this 11th day of Feb., 2011, by Shyla G. Reich, President of Flagler Medical Arts Buildings, Inc., who is personally known to me.



(Notary Seal)



Notary Public, State of Florida
My commission expires: