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NAME: BLUMBERG, RIPSTEIN & VALDES, M.D., P.A.

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**ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
BLUMBERG, RIPSTEIN & VALDES, M.D., P.A.**

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The undersigned President, for the purpose of amending the Articles of Incorporation of Blumberg, Ripstein & Valdes, M.D., P.A., a Florida professional corporation (the "Corporation"), hereby certifies pursuant to Section 607.1006 of the Florida Business Corporation Act that:

1. The name of the Corporation is Blumberg, Ripstein & Valdes, M.D., P.A.
2. Article I of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

ARTICLE I.

NAME

The name of the Corporation is:

BLUMBERG, RIPSTEIN & VALDES, M.D., INC.

3. Article II of the Articles of Incorporation is amended in its entirety to read as follows:

ARTICLE II.

NATURE OF BUSINESS

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Business Corporation Act.

4. The foregoing amendments were adopted by the shareholders and members of the Board of Directors of the Corporation by Written Consent dated January 13th, 1997.


Morton Blumberg, M.D., President

Prepared by: Dawn Lankford Bowling, P.A.
Florida Bar No. 0938734
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**WRITTEN CONSENT
OF
THE SHAREHOLDERS AND DIRECTORS
OF
BLUMBERG, RIPSTEIN & VALDES, M.D., P.A.**

THE UNDERSIGNED, being all the shareholders and members of the Board of Directors of Blumberg, Ripstein & Valdes, M.D., P.A., a Florida professional corporation (the "Corporation"), pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act, do hereby consent that the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as those adopted in a formal meeting of the Corporation's Board of Directors and shareholders, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

WHEREAS, the shareholders and the members of the Board of Directors of the Corporation deem it to be in the best interests of the Corporation to amend the Articles of Incorporation of the Corporation to change the name of the Corporation from Blumberg, Ripstein & Valdes, M.D., P.A. to Blumberg, Ripstein & Valdes, Inc.; and

WHEREAS, the shareholders and the members of the Board of Directors of the Corporation deem it to be in the best interests of the Corporation to amend the Articles of Incorporation of the Corporation to change the specialized purpose of the Corporation from the practice of medicine to the general purpose provided by Chapter 607 of the Florida Business Corporation Act;

NOW, THEREFORE, BE IT RESOLVED, that the appropriate officers of the Corporation are authorized, empowered and directed to cause to be prepared, executed and filed Articles of Amendment to the Articles of Incorporation of the Corporation to amend and restate **ARTICLE I** as follows:

ARTICLE I.

NAME

The name of the Corporation is:

BLUMBERG, RIPSTEIN & VALDES, M.D, INC.

FURTHER RESOLVED, that the appropriate officers of the Corporation are authorized, empowered and directed to cause to be prepared, executed and filed Articles of Amendment to the Articles of Incorporation of the Corporation to amend and restate **ARTICLE II** as follows:

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ARTICLE II.

NATURE OF BUSINESS

The Corporation is organized for the purpose of transacting any and all lawful activities or business for which corporations may be formed under Chapter 607 of the Florida Business Corporation Act.

FURTHER RESOLVED, that all actions taken on behalf of the Corporation by the officers and directors in connection with the foregoing resolutions are hereby ratified, confirmed and approved in all respects.

IN WITNESS WHEREOF, the undersigned has executed this Written Consent of the Shareholders and Directors as of the 13 day of January, 1997.


MORTON BLUMBERG, M.D.


LINDA RIPSTEIN, M.D.


HUMBERTO VALDES, M.D.

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