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February 21, 2001

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

RE: Bennett, Johnson & Savel M.D.'s, P.A.

Gentlemen:

On behalf of the above-referenced entity, enclosed please find an original and one executed copy of the Articles of Amendment to Articles of Incorporation and our check in the amount of $35.00, representing the filing fee. Please file this document and return the Acknowledgment copy to me in the envelope provided.

If you have any questions or require further information, please contact me.

NC Amend
2-28-01
MTS

Very truly yours,

Jeffrey Kallan

Jeffrey J. Kallan
For the Firm

FILED
01 FEB 26 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JJK/ST/mk
Enclosures
cc. Mr. Olin S. Wright, III

149437

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
BENNETT, JOHNSON & SAVEL M.D.'S, P.A.

FILED
01 FEB 26 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act, the Florida Professional Service Corporation Act and its Bylaws, hereby amends its Articles of Incorporation in its entirety and hereby adopts the following Amended Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is Myrtle Avenue Pediatrics, Inc.

ARTICLE II

DURATION

This corporation shall exist perpetually.

ARTICLE III

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue One Thousand (1,000) shares of One Dollar ($1.00) par value common stock.

ARTICLE V

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are Jean L. Bennett, 1230 South Myrtle Avenue, Suite 205, Clearwater, Florida 33756.

ARTICLE VI

BOARD OF DIRECTORS

This corporation shall have three (3) directors. The number of directors may be either increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The names and address of the directors of this corporation are Timothy J. Vaughan, Jean Lester Bennett and Greg H. Savel, 1230 South Myrtle Avenue, Suite 205, Clearwater, Florida 33756.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this Corporation were Jean Lester Bennett, 1230 South Myrtle Avenue, Suite 205, Clearwater, Florida 33756.

ARTICLE VIII

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE IX

BYLAWS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the shareholders.

ARTICLE X

CUMULATIVE VOTING FOR DIRECTORS

At all elections of Directors of this Corporation, each stockholder shall be entitled to as many votes as shall equal the number of votes which (except for these provisions as to cumulative voting) he would be entitled to cast for the election of Directors with respect to his shares of stock multiplied by the number of Directors to be elected and he may cast all such votes for a single Director, or may distribute them among the number to be voted for, or any two or more of them, as he may see fit.

ARTICLE XI

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.394 and the Bylaws.

The Amended Articles of Incorporation have unanimously been adopted by Written Action of the Directors and Shareholders of the Corporation of even date herewith pursuant to Section 607.1003, Florida Statutes, which vote was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended Articles of Incorporation this 20 day of February, 2001.

Bennett, Johnson & Savel, M.D.'s, P.A.

(CORPORATE SEAL)

By: Jean Lester Bennett
Jean Lester Bennett
President

149429