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5/28/98

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

3:46

(((H98000010002 7))) FAX #: (850)922-4000 TO: DIVISION OF CORPORATIONS FROM: CORPORATE & CRIMINAL RESEARCH SERVICES ACCT#: 110450000714 CONTACT: KEVIN ROBERTS FAX #: (850)224-1640 PHONE: (850)222-1173 NAME: M.D. UROLOGY SPECIALISTS, P.A. AUDIT NUMBER..... H98000010002 DOC TYPE.....BASIC AMENDMENT CERT. OF STATUS... PAGES..... DEL.METHOD.. FAX CERT. COPIES.....1 EST.CHARGE.. \$87.50 NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT ** ENTER 'M' FOR MENU. ** ** INVALID SELECTION...PLEASE RE-ENTER ** 3:47 5/28/98 FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC PROCESSING MENU PASSWORD/NEWPASSWORD 1. ENTER PASSWORD 2. REQUEST COR ELECTRONIC FILING DOCUMENT TYPE CORPORATE DOCUMENT NUMBER 3. REQUEST COR ELECTRONIC CERTIFICATE 4. ALTER DEFAULTS FOR THIS SESSION *** NO KEY 🕏 5. RESTORE ORIGINAL DEFAULTS *** NO KEY 6. COR ELECTRONIC FILING INQUIRY MENU *** NO KEY *** 7. UCC ELECTRONIC FILING MENU 8. PARTNERSHIP ELECTRONIC FILING MENU *** NO KEY 9. RETURN TO MAIN MENU --- CURRENT DEFAULTS ---AVAILABLE BALANCE: ACCOUNT NAME: 110450000714 FAX NUMBER 278509224 1640 SUB ACCOUNT: METHOD OF DELIVERY: F MAIL NAME: CORPORATE & CRIMINAL RESEARCH SERVICES MAIL ADDR1: 103 N MERIDIAN STREET MAIL ADDR2: LOWER LEVEL ST: FL ZIP: 32301-0000 COUNTRY: US CITY: TALLAHASSEE ENTER SELECTION NUMBER, 1 THRU 9, A BLANK AND THE KEY (IF REQUIRED). THE AVAILABLE BALANCE IS LESS THAN \$70.00. 5/28/98 FLORIDA DIVISION OF CORPORATIONS 3:47 PUBLIC ACCESS SYSTEM

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May 29, 1998

M.D. UROLOGY SPECIALISTS, P.A. 1921 WALDEMERE ST 310 SARASOTA, FL 34239US

SUBJECT: M.D. UROLOGY SPECIALISTS, P.A.

REF: 549712

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

The FAX audit number must be on the top and bottom of each page of the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown Corporate Specialist FAX Aud. #: H98000010002 Letter Number: 398A00030178 ٠ الم

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4. ALTER DEFAULTS FOR THIS SESSION
5. RESTORE ORIGINAL DEFAULTS CORPORATE DOCUMENT NUMBER
*** NO KEY *** *** NO KEY *** 6. COR ELECTRONIC FILING INQUIRY MENU *** NO KEY *** 8. PARTNERSHIP ELECTRONIC FILING MENU *** NO KEY ***
9. RETURN TO MAIN MENU *** 9. RETURN TO MAIN MENU *** NO KEY *** --- CURRENT DEFAULTS ---ACCOUNT NAME: 110450000714 AVAILABLE BALANCE: \$17.0 SUB ACCOUNT: METHOD OF DELIVERY: F FAX NUMBER: (850)224-1640 MAIL NAME: CORPORATE & CRIMINAL RESEARCH SERVICES MAIL ADDRI: 103 N MERIDIAN STREET MAIL ADDRI: 100 ...
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AMENDMENT TO ARTICLES OF INCORPORATION OF M.D. UROLOGY SPECIALISTS, P.A.



M.D. Urology Specialists, P.A. (the "Corporation"), hereby amends the Articles of Incorporation for the purpose of converting the Corporation into a Florida Business Corporation, pursuant to the provisions of Section 621.13(4) of the Professional Service Corporation and Limited Liability Company Act, under the Florida Statutes. The Corporation hereby changes its business purposes from exclusively rendering professional services to engaging in any lawful purpose.

- 1. The Corporation hereby duly adopts the following amendments to its Articles of Incorporation:
 - A. Article I shall be replaced in its entirety with the following:
 - "I. Name. The name of the corporation shall be:

M.D. UROLOGY SPECIALISTS, INC."

- B. Article 2 shall be replaced in its entirety with the following:
- "2. <u>Purpose</u>. The corporation, through its officers, directors and employees, shall be authorized to engage in any lawful purpose."
 - C. The following sentence shall be added to the end of Articles 3:

"The stockholders of the corporation are hereby permitted to transfer their stock to any persons or entities, regardless of whether such persons or entities are physicians."

D. The preamble to the Articles shall be replaced in its entirety with the following:

"This corporation is established under and pursuant to the laws of the State of Florida, and more particularly Chapter 607 of the Florida Business Corporation Act."

Prepared by:

David J. Winker, Florida Bar No. 0073148 McDermott, Will & Emery 201 South Biscayne Blvd., 22nd Floor Miami, FL 33141-4336 305-358-3500

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- 2. All of the provisions of the Articles of Incorporation not amended herein are hereby ratified, confirmed and shall remain unchanged.
- 3. The foregoing amendments were adopted by the consent of the sole shareholder and the sole director of the Corporation on May 21, 1998.

IN WITNESS WHEREOF, the undersigned President of the Corporation hereby certifies the accuracy of, and executes, this Amendment to Afficles of Incorporation, effective as of May 28, 1998.

Edward F. Dunne, M.D., President