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2008 APR -4 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend NC  
There is  
4-8-08



Allison R. Pofit  
Paralegal, Corporate & Securities  
Direct Dial 504-582-8547  
Direct Fax 504-589-8547  
apofit@joneswalker.com

April 2, 2008

**Via Federal Express**

Amendment Section- Division of Corporations  
Florida Secretary of State  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Jay W. Edelberg, M.D., P.A.- Amendment to Articles of Incorporation

To Whom it May Concern:

At your earliest convenience, please file the enclosed original copy of the Articles of Amendment to the Articles of Incorporation of Jay W. Edelberg, M.D., P.A., a Florida professional medical corporation.

Once filed, please return one certified copy of the Articles to me via FedEx account number 070101815 at the following address. I have enclosed an envelope for this purpose.

Allison R. Pofit  
Jones, Walker, Waechter, Poitevent, Carrère & Denègre, L.L.P.  
201 St. Charles Ave., Suite 5100  
New Orleans, LA 70170-5100

Please put our file number, 11269200, in the reference portion of the FedEx packing slip.

I have enclosed a check for \$43.75 (\$35 for the filing fee and \$8.75 for the certified copy). Due to the urgent nature of this transaction, please call me immediately at (504) 582-8547 if this amount is incorrect so that I may furnish a new check. Please do not hesitate to contact me if you have any questions.

Very truly yours,

Allison R. Pofit  
Paralegal, Corporate & Securities

ARP/  
Enclosures

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION OF  
JAY W. EDELBERG, M.D., P.A.**

**FILED**  
2008 APR -4 AM 11:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to §1001 of the Florida Business Corporation Act, Jay W. Edelberg, M.D., P.A., a Florida corporation (the "Company"), through its undersigned sole director, does hereby certify that:

FIRST: On March 31, 2008, acting by written consent in lieu of a meeting, the sole shareholder and sole director of the Company approved the following amendment to the Company's Articles of Incorporation to change the nature of business of the company to "The general nature of the business to be transacted by this corporation is: To engage in any activity of business permitted under the laws of the United States and of the State of Florida."

SECOND: On March 31, 2008, acting by written consent in lieu of a meeting, the sole shareholder and sole director of the Company approved the following amendment to the Company's Articles of Incorporation to change the Company's name to "Jay W. Edelberg Corporation."

THIRD: Article I of the Company's Articles of Incorporation is hereby amended and restated to read in its entirety as follows:

ARTICLE I

Name

The name of this corporation is Jay W. Edelberg Corporation.

FOURTH: Article II of the Company's Articles of Incorporation is hereby amended and restated to read in its entirety as follows:

ARTICLE II

Nature of Business

The general nature of the business to be transacted by this corporation is:  
To engage in any activity of business permitted under the laws of the United States and of the State of Florida.

FIFTH: Except as amended by these Articles of Amendment, the Articles of Incorporation of the Company shall remain in full force and effect.

IN WITNESS WHEREOF, the undersigned director of the Company has caused these Articles of Amendment to be duly executed and effective as of March 31, 2008.

By: \_\_\_\_\_

Jay W. Edelberg, M.D., Director

**ACKNOWLEDGMENT**

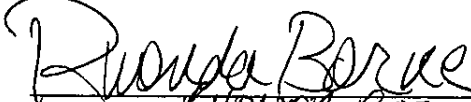

STATE OF LOUISIANA


PARISH OF EAST BATON ROUGE

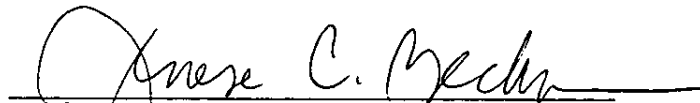
BEFORE ME, the undersigned authority, personally came and appeared Jay W. Edelberg, M.D., to me known to be the person who signed the foregoing instrument as Director of Jay W. Edelberg, M.D., P.A., and who acknowledged and declared, in the presence of the two witnesses whose names are subscribed below, that he signed such instrument as his free act and deed in the capacity and for the purposes mentioned therein.

IN WITNESS WHEREOF, the appearers, witnesses and I have hereunto affixed our hands on this 31<sup>st</sup> day of March, 2008, in the aforesaid parish and state.

WITNESSES:

  
Print Name: RHONDA BORNE  
  
Print Name: Angela Thomas

  
Jay W. Edelberg, M.D.

  
NOTARY PUBLIC

**Jenese C. Beckstrom**  
**Notary Public**  
**Parish of East Baton Rouge**  
**My Commission is for Life**  
**Notary ID No. 55800**

