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December 15, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Radiology Associates of Brevard, P.A.
Charter No. 602553

500003504195--8
-12/18/00--01098--017
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed are the original and one copy of **Articles of Amendment to the Articles of Incorporation** for the above corporation, which will serve to authorize the amendment of the Bylaws by the affirmative vote of two-thirds of the members of the Board of Directors, to be effective as of the date of filing. We are also enclosing our firm **check** for \$43.75 to cover the \$35.00 filing fee and \$8.75 for a certified copy.

Once the Articles of Amendment have been filed, please return the certified copy to me at the above address.

Thank you for your assistance.

Sincerely yours,

Karen Brawn
Karen Brawn, Legal Assistant to
Robert W. Mead, Jr.

/kb
Enclosures

cc: Ms. Carolyn Paternoster
James E. Driskell, C.P.A.

FILED
00 DEC 18 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

602553
Amend
300
Cert Copy

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
RADIOLOGY ASSOCIATES OF BREVARD, P.A.**

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida professional service corporation hereby adopts these Articles of Amendment to its Articles of Incorporation.

The Shareholders and Directors of the corporation unanimously approved and adopted a resolution to amend the corporation's Articles of Incorporation, by Joint Consent to Action by the Shareholders and Board of Directors dated February 2000. The following is a true and correct copy of that resolution:

FURTHER RESOLVED, that Articles of Amendment to the Corporation's Articles of Incorporation, authorizing the amendment of the Bylaws by a 66-2/3% vote of the Board of Directors, are hereby approved, and their filing with the Secretary of State of Florida is hereby authorized, the original to then be placed in the front of the Corporation's minute book and also attached to this Consent.

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TALLAHASSEE, FLORIDA

In accordance with the preceding resolution, Article X of the corporation's Articles of Incorporation is hereby deleted in its entirety and the following is substituted therefor:

"ARTICLE X - BYLAWS

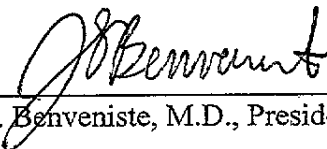
Bylaws for the management of this corporation may be adopted, amended or repealed only by an affirmative vote of sixty-six and two-thirds percent (66-2/3%) of the members of the Board of Directors of this corporation at any annual meeting or special meeting of the Directors duly called for such purpose."

The effective date of this amendment to the corporation's Articles of Incorporation will be the date of filing these Articles of Amendment with the Secretary of State of the State of Florida.

DATED this ^{True} 14 day of ~~May~~, 2000.

RADIOLOGY ASSOCIATES OF BREVARD, P.A.

By:


Joel S. Benveniste, M.D., President

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00 DEC 18 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA