SACHER, MARTINI & SACHER, P.A.

ATTORNEYS AT LAW

2655 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

Charles P. Sacher, P.A. Gregory T. Martini Charles S. Sacher Alicia M. Santana

605556 November 16, 2000

Telephone: 305/448-3900 Facsimile: 305/446-9206 of COUNSEL Martin E. Segal, P.A.

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

Re:

Drs. Hastings & Schroer, P.A.

Second Amendment to Articles of Incorporation of

Drs. Hastings, Chait & Schroer, P.A.

Our File No. 0256-1



Dear Sir/Madam:

On behalf of the above referenced corporation, I enclose herewith an original and one (1) copy of the executed and notarized Second Amendment to Articles of Incorporation, together with my firm check in the amount of \$43.75.

Please cause the original copy of the Second Amendment to be filed among the corporate records of the State of Florida. Please return the copy to the undersigned, together with your certificate that this is a certified copy of the original Second Amendment to Articles of Incorporation.

The check enclosed herein is in payment of the following fees or charges 1003470498--3

\$35.00

Amendment of any record fee Certified copy fee Total

Thank you for your attention to this matter.

Sincerely,

Charles P. Sacher

CPS:abc Enclosure

cc: John Hastings, D.D.S.

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SECOND AMENDMENT TO THE ARTICLES OF INCORPORATION OF DRS. HASTINGS, CHAIT & SCHROER, P.A.

DRS. HASTINGS, CHAIT & SCHROER, P.A., a Florida Corporation under its corporate seal and the hands of its President, John Hastings, D.D.S., and Secretary, Robert C. Schroer, D.D.S., hereby

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The Board of Directors of said corporation at a meeting called and held on March 1, 2000, adopted the following Resolutions:

The name of this corporation will be:

DRS. HASTINGS & SCHROER, P.A.

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The meeting of the Stockholders of the corporation called by the Board of Directors as aforesaid was held on March 1, 2000, and at said special meeting of the Stockholders, said amendment of the Articles of Incorporation was duly adopted by the unanimous vote of all of the stockholders.

IN WITNESS WHEREOF, said corporation has caused this Amendment to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this ______ day of March, 2000.

(SEAL)

DRS. HASTINGS, CHAIT & SCHROER,

P.A., a Florida Corporation

Attest

Secretary

certifies that:

Ву

President

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS:

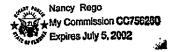
On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, John Hastings, D.D.S., President of DRS. HASTINGS, CHAIT & SCHROER, P.A., a Florida Corporation, and he acknowledged that he executed the above and foregoing Second Amendment to Articles of Incorporation as such Officer for and on behalf of said corporation after having been duly authorized to do so.

WITNESS my hand and official seal at Miami, Miami-Dade County, Florida, this ______ day of _March, 2000.

Notary Public, State of Florida

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My Commission Expires:



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