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ACCOUNT NO. : 072100000032

REFERENCE : 268385 167295A

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ORDER DATE : February 21, 1997

ORDER TIME : 10:25 AM

ORDER NO. : 268385-005

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CUSTOMER NO: 167295A

CUSTOMER: Ana Rojas, Legal Assistant
Gary C. Matzner, Esq
Suite 200
2400 South Dixie Highway
Miami, FL 33133

97 FEB 21 10 25 AM '97

DOMESTIC AMENDMENT FILING

NAME: ROBERT B. MONDSHINE, M.D.,
P.A.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

N. HENDRICKS FEB 24 1997

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ROBERT B. MONDSHINE, M.D., P.A.**

FILED
97 FEB 21 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert B. Mondshine, M.D., as President of Robert B. Mondshine, M.D., P.A., a Florida professional corporation (the "Corporation"), does hereby execute the following Articles of Amendment to the Corporation's Articles of Incorporation:

1. The Preamble is hereby amended and restated in its entirety as follows:

The undersigned, for the purpose of forming a corporation for profit under the provisions of Chapter 607 of the Florida Statutes, hereby makes, subscribes, acknowledges, and files the following Articles of Incorporation:
2. Articles I is hereby amended and restated in its entirety as follows:

The name of the corporation is Robert B. Mondshine, M.D., Inc. (the "Corporation").
3. Article II is hereby amended and restated in its entirety as follows:

The Corporation may engage in any and all businesses and activities permitted by the laws of the State of Florida. The corporation shall have all of the powers vested in a corporation organized under and existing by virtue of such laws. This Corporation shall have the authority to engage in the practice of medicine as authorized under the laws of the United States of America and the State of Florida, including, but not limited to performing any and all acts whatsoever in

order to implement the business purpose of this Corporation.

4. Article VII is hereby amended and restated in its entirety as follows:


This Corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time according to the Bylaws of the Corporation, but shall never be less than one.

5. Articles XIV and XV are hereby deleted in their entirety.

6. In all other respects, the Articles of Incorporation of Robert B. Mondshine, M.D., P.A. shall remain in full force and effect as originally adopted.

7. These Articles Of Amendment were adopted by the sole shareholder and director of the Corporation on January 31, 1997.

ROBERT B. MONDSHINE, M.D., P.A.

By: 
Robert B. Mondshine, M.D.,
President