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FAX #: (305)541-3770

NAME: CIRIACO A. BORROTO, M.D., P.A.

AUDIT NUMBER.....H97000001554

DOC TYPE.....BASIC AMENDMENT

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**WRITTEN CONSENT TO AMEND
THE ARTICLES OF INCORPORATION
OF CIRIACO A. BORROTO, M.D., P.A.**

The undersigned, as Chief Executive Officer of Ciriaco A. Borroto, M.D., P.A., representing 100% of the outstanding voting stock in Ciriaco A. Borroto, M.D., P.A., consents to amend the Articles of Incorporation of Ciriaco A. Borroto, M.D., P.A. by striking Article I of the Articles of Incorporation and replacing same with the following:

ARTICLE I. NAME. The name of the corporation is
Ciriaco A. Borroto, M.D., Inc.

Further, the undersigned directs the officers and directors of the corporation to give effect to this Written Consent to Amend and forthwith to file Articles of Amendment notifying the Secretary of State of the above amendment.

Rainbow Pediatrics, P.A.
n/k/a Rainbow Pediatrics, Inc.

By: 
its Chief Executive Officer

Mark Bryn (FBN. 321842)
Bryn & Assoc.
2 South Bisc. Blvd. # 2699
Miami, FL 33131
(305) 374.0501

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ARTICLES OF AMENDMENT
OF CIRIACO A. BORROTO, M.D., P.A.

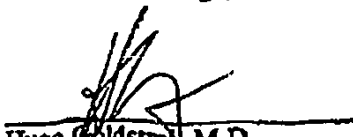
Ciriaco A. Borroto, M.D., P.A., through its undersigned Chief Executive Officer, hereby files these Articles of Amendment:

1. The name of the corporation prior to the filing of these Articles of Amendment is Ciriaco A. Borroto, M.D., P.A. The effect of these Articles of Amendment will be to change the name of the corporation to Ciriaco A. Borroto, M.D., Inc.

2. The sole shareholder, by written consent, adopted, as of April 21, 1996, the following Amendment to the Articles of Incorporation:

ARTICLE I. NAME. The name of the corporation is
Ciriaco A. Borroto, M.D., Inc.

3. These Articles of Amendment do not provide for an exchange, reclassification or cancellation of issued shares.


Hugo Goldstray, M.D.
Chief Executive Officer

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