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04 JUN 15 PM 2:42  
DEPT. OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

FILED  
04 JUN 15 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend.*

*O. C. Sullivan* JUN 15 2004



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 750455 4312787

AUTHORIZATION :

COST LIMIT : \$ 43.75

*Patricia Pigute*

ORDER DATE : June 15, 2004

ORDER TIME : 12:23 PM

ORDER NO. : 750455-010

CUSTOMER NO: 4312787

CUSTOMER: Kyle Saxon, Esq  
Catlin Saxon Evans Fink  
Suite 1109  
2600 Douglas Road  
Coral Gables, FL 33134-6143

DOMESTIC AMENDMENT FILING

NAME: SOUTH MIAMI HOSPITAL, INC.

EFFECTIVE DATE: MAY 3, 2004

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER'S INITIALS: \_\_\_\_\_

Articles of Amendment  
To The Articles of Incorporation  
of  
SOUTH MIAMI HOSPITAL, INC.  
(a Not For Profit Corporation)

FILED  
04 JUN 15 PM 3:33  
SECRETARY OF STATE  
TALLAHASSEE, FL 0617

By majority vote of the Board of Directors and the Members of South Miami Hospital, Inc., at a meeting held on May 3, 2004, at which a quorum was present, the Board of Directors and the Members adopted the following amendments to the Articles of Incorporation with such amendments to be effective as of May 3, 2004:

1. Section 6 of Article V is amended to read as follows:


"Section 6. Delegation of Borrowing Authority to Baptist Health South Florida, Inc. The right of the Corporation to borrow or incur indebtedness for any single loan or incurrence of indebtedness, and the right to pledge assets of the Corporation to secure such indebtedness, is expressly delegated and reserved to Baptist Health South Florida, Inc. Baptist Health South Florida, Inc. is irrevocably appointed as the agent of the Corporation for the purposes of borrowing on behalf of the Corporation, for the purposes of authorizing and issuing indebtedness on behalf of or in the name of the Corporation, and for the purpose of pledging assets of the Corporation to secure such indebtedness. Baptist Health South Florida, Inc. is expressly authorized to obligate the Corporation on such borrowings and indebtedness, to pledge assets of the Corporation to secure such indebtedness, and to execute and deliver on behalf of the Corporation all documents evidencing such borrowings and indebtedness, and such security instruments. No further authorization, confirmation, resolution or action of any type is required by the Board with respect to such borrowings or indebtedness, or such pledge of assets. All persons dealing with Baptist Health South Florida, Inc. in connection with any borrowings or indebtedness incurred by or on behalf of the Corporation through the actions of Baptist Health South Florida, Inc., or the pledge of assets of the Corporation by Baptist Health South Florida, Inc., shall be entitled to rely upon the authorization and delegation of rights conferred hereby, and shall not be required to make any inquiry upon the Corporation regarding the authority of Baptist Health South Florida, Inc. to borrow or incur indebtedness on behalf of or in the name of the Corporation, or to pledge assets of the Corporation."


These Articles of Amendment were duly adopted by the Board of Directors and Members of the Corporation on May 3, 2004, and by the Board of Trustees of Baptist Health South Florida, Inc., on June 12, 2004, and the number of votes cast for the Amendments by the Directors and Members of the Corporation and by the Board of Trustees of Baptist Health South Florida, Inc., was sufficient for approval. The Amendments included in these Articles of Amendment have been adopted pursuant to Sections 617.1002 and 617.1006, Florida Statutes and there is no discrepancy between the Articles of Incorporation as previously filed and amended and the provisions of these Articles of

Amendment other than the inclusion of the Amendments adopted pursuant to Sections 617.1002 and 617.1006, Florida Statutes.


IN WITNESS WHEREOF, the undersigned Chairman and Secretary of the Board of Directors of the Corporation have executed these Articles of Amendment on May 3 2004, and the undersigned Chairman and Secretary of the Board of Trustees of Baptist Health South Florida, Inc., have executed these Articles of Amendment on June 12, 2004, for the purpose of amending the Articles of Incorporation of the Corporation. The undersigned certify that no actions have been taken since the votes of their respective boards to modify or rescind the adoption of the amendment to the Articles of Incorporation as provided herein and that said adoption remains in full force and effect.


(CORPORATE  
SEAL)

  
Robert L. Dube, Chairman of the Board  
of Directors of South Miami Hospital, Inc.

Attest:   
George Corrigan, Secretary  
of the Board of Directors of South  
Miami Hospital, Inc.

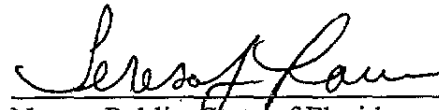
(CORPORATE  
SEAL)

  
George E. Cadman, III, Chairman of the Board  
of Trustees of Baptist Health South Florida, Inc.

Attest:   
Arva Moore Parks McCabe, Assistant  
Secretary of the Board of Trustees of  
Baptist Health South Florida, Inc.

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

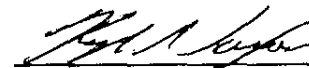
The foregoing instrument was acknowledged before me this 28 day of May, 2004, by Robert L. Dube` and George Corrigan, the Chairman and Secretary, respectively, of the Board of Directors of South Miami Hospital, Inc. They are personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires: 1/8/2005

TERESA J. LAUW  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # CC992451  
EXPIRES 1/8/2005  
BONDED THRU 1-688-NOTARY1

STATE OF FLORIDA  
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 12<sup>th</sup> day of June, 2004, by George E. Cadman, III, and Arva Moore Parks McCabe, the Chairman and Assistant Secretary, respectively, of the Board of Trustees of Baptist Health South Florida, Inc. They are personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission Expires:



Kyle R. Saxon  
Commission #DD159250  
Expires: Nov 26, 2006  
Bonded Thru  
Atlantic Bonding Co., Inc.