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BASIC AMENDMENT

BAYFRONT MEDICAL CENTER, INC.

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ARTICLES OF AMENDMENT TO AMENDED AND RESTATED ARTICLES OF INCORPORATION OF BAYFRONT MEDICAL CENTER, INC.

Bayfront Medical Center, Inc., by its proper officers and pursuant to Section 617.1002 of the Florida Statutes, Article X of its Amended and Restated Articles of Incorporation of Bayfront Medical Center, Inc., and Article XII of the Amended and Restated Bylaws of Bayfront Medical Center, Inc., has amended as follows, and herewith submits these articles of amendments to, its Amended and Restated Articles of Incorporation. The sole member of Bayfront Medical Center, Inc. is Bayfront Health System, Inc., and is entitled to vote on amendments to the Amended and Restated Articles of Incorporation with or without a recommendation of the Bayfront Medical Center, Inc. Board of Trustees. Bayfront Health Systems, Inc., unanimously and duly adopted these Articles of Amendment effective April 25, 2000 at a special meeting called for that purpose pursuant to an Action adopted on behalf of that Board effective as of April 25, 2000. The number of votes cast in favor of the amendment were sufficient for the purpose of amending the Amended and Restated Articles of Incorporation.

		RDINGLY:	SECI	00 MA	
Incorp	l. oration	The first sentence of Article V of the Amended and Restated Article of Bayfront Medical Center, Inc. is amended to delete the word:	ANASSEI	AY -5 I	
	"religio	ous"		3	3 8
Incorp	2. oration	The first sentence of Article V §V is of the Amended and Restated of Bayfront Medical Center, Inc. is also amended to delete the word:	AGieles Em	<u>a</u>	
	"religi	ous"			

Executed effective as of the 25th day of April, 2000 by:

BAYFRONT MEDICAL CENTER, INC., a Florida not-for-profit corporation

By: J(w /) / J(v2)
Sue Brody, President

Approved by BAYFRONT HEALTH SYSTEM, INC., a Florida not for profit corporation, the sole member of Bayfront Medical Center, Inc.,

effective April 25, 2000

Sue Brody, Presiden

Conformed copy to State of Florida