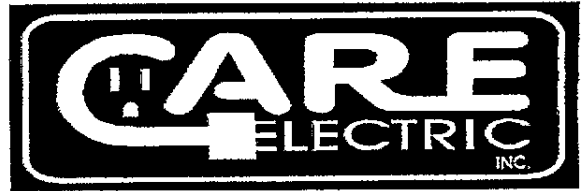


F 41677



1989 Trade Center Way Naples, Fl 34109
592-6699; FAX: 592-7790

April 12, 2001

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*****43.75 *****43.75

TO WHOM IT MAY CONCERN:

ATTACHED YOU WILL FIND AN ADDENDUM TO THE ARTICLES OF CORPORATION FOR CARELECTRIC, INC.

YOU WILL ALSO FIND A CHECK WHICH INCLUDES : \$35.00 FILING FEE, AND \$8.75 FOR A CERTIFIED COPY.

THANK YOU,

Lynn Starkweather

LYNN STARKWEATHER
SECRETARY, CARELECTRIC, INC.

FILED
01 APR 16 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
4-24-01
BKS*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Carelectric, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article IV - Addendum

The aggregate number of shares which the corporation has authority to issue is 1,500 shares, all of which shall be common shares with par value of \$1.00. 490 shares shall be issued under the name of Charles M. Novak. 510 shares shall be issued under the name of Frederick J. Corr. The remainder of shares is equivalent to 500 and shall be considered a surplus of shares.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: January 1, 2001

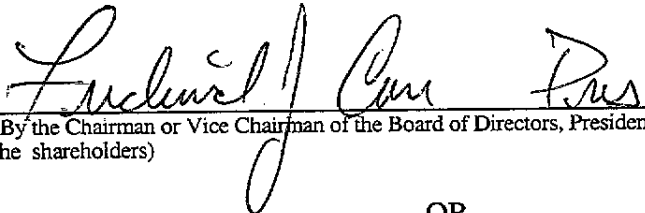
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12th day of April, 2001

Signature 
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

FREDERICK J. CORR
Typed or printed name

President
Title