



THE UNITED STATES
CORPORATION
COMPANY

F78514

ACCOUNT NO. : 072100000032

REFERENCE : 398073 1299A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 20, 1997

ORDER TIME : 10:19 AM

ORDER NO. : 398073-010

CUSTOMER NO: 1299A

CUSTOMER: Ms. Lisa Watson
Clark Partington Hart Larry
Suite 800
125 West Romana Street
Pensacola, FL 32591-3010

900002185159--8
-05/20/97--01059--002
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: GULF COAST FAMILY
PHYSICIANS, P.A.

FILE SECOND

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: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 MAY 20 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
GULF COAST FAMILY PHYSICIANS, P.A.

FILED
97 MAY 20 PM 3:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The Articles of Incorporation of GULF COAST FAMILY PHYSICIANS, P.A. are hereby amended to change Article I to read as follows:

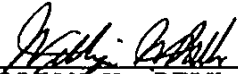
ARTICLE I - NAME

The name of the corporation is:

GULF COAST PHYSICIAN PARTNERS, P.A.

2. The foregoing amendment is pursuant to a resolution adopted at a special meeting of the stockholders and Board of Directors of the corporation on May 9, 1997. The shares of all of the voting common stock of the corporation, representing the only voting group required to vote on the foregoing amendment, voted unanimously for approval of the foregoing amendment.

IN WITNESS WHEREOF, the undersigned president of the corporation has executed these Articles of Amendment on this 16th day of May, 1997.



WILLIAM W. BELK, M.D.
President



THE UNITED STATES
CORPORATION
COMPANY

F78514

FILED
MAY 20 PM 2:57
SECRET
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 398073 1299A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : May 20, 1997

ORDER TIME : 10:17 AM

ORDER NO. : 398073-005

CUSTOMER NO: 1299A

700002185157--4
-05/20/97--01059--001
*****87.50 *****87.50

CUSTOMER: Ms. Lisa Watson
Clark Partington Hart Larry
Suite 800
125 West Romana Street
Pensacola, FL 32591-3010

Am
FILED
MAY 20 PM 2:57
SECRET
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: GULF COAST FAMILY
PHYSICIANS, P.A.

FILE FIRST

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

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 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: _____

ARTICLES OF AMENDMENT
OF
GULF COAST FAMILY PHYSICIANS, P.A.

97 MAY 20 PM 2:57
FILED
SECRET
TALLAHASSEE
FLORIDA

1. The Articles of Incorporation of GULF COAST FAMILY PHYSICIANS, P.A. are hereby amended as follows:

a) Article III is hereby amended to read as follows:

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is one hundred thousand (100,000) shares of \$1.00 par value voting common stock and one hundred thousand (100,000) shares of \$1.00 par value nonvoting common stock. None of the shares of the corporation may be issued to anyone other than an individual duly licensed to practice medicine in the State of Florida. Said stock shall be issued pursuant to a plan under Section 1244 of the Internal Revenue Code of 1986.

b) Article X is hereby amended to read as follows:

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the stockholders is subject to this reservation. Provided, however, if any bylaw of the corporation specifically provides that such bylaw may be amended only by a supermajority vote of the stockholders of the corporation, then such bylaw may only be amended or repealed by such supermajority vote of the stockholders.

2. The foregoing amendment is pursuant to a resolution adopted at a special meeting of the stockholders and Board of Directors of the corporation on May 6, 1997, 1997. The shares of all of the common stock of the corporation, representing the only voting group required to vote on the

foregoing amendment, voted unanimously for approval of the foregoing amendment.

IN WITNESS WHEREOF, the undersigned president of the corporation has executed these Articles of Amendment on this 6th day of May, 1997.



WILLIAM W. BELK, M.D.
President