TBN OF TN, INC.

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VIA FEDERAL EXPRESS

June 29, 1999

Division of Corporations ATTN: Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

Re: Symphony Home Care Services No. 7, Inc.

Dear Amendment Section:

Enclosed is an original and one copy of the Amendment to Application for Authorization to Transact Business in Florida for the above corporation, and a check in the amount of \$35.00. Please return a file stamped copy to my attention.

Please call me at the number below if you have any questions.

Sincerely,

Carol Dickey Paralegal

enclosures

N/c

V. SHEPARD JUL 6 1999

2714 UNION AVENUE EXTD. ♦ MEMPHIS, TENNESSEE 38112 ♦ 901-458-6093

PROFIT CORPORATION APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I (1-3 MUST BE COMPLETED)

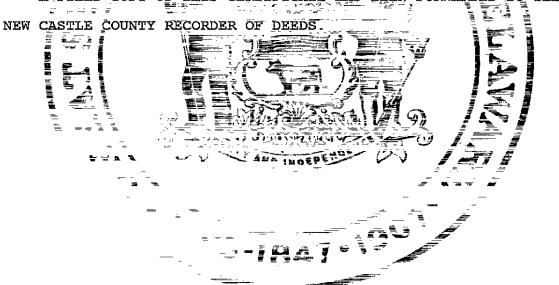
(Fursualit to s.)	JU1.130T, 1'.5.)
SECTI (1-3 MUST BE	
1. Symphony Home Care Services N Name of corporation as it appears on the	o. 7, Inc. he records of the Department of State.
2. Delaware Incorporated under laws of	3December 13, 1994 Date authorized to do business in Florida
SECTI (4-7 COMPLETE ONLY TH	ON II E APPLICABLE CHANGES)
4. If the amendment changes the name of the corporation, its jurisdiction of incorporation? <u>June 15, 1999</u>	when was the change effected under the laws of
5. Soleus Healthcare Services of Ri Name of corporation after the amendment, adding suffix "corporation not contained in new name of the corporation.	ver Shores. Inc. on" "company" or "incorporated," or appropriate abbreviation, if
5. If the amendment changes the period of duration, indica	te new period of duration.
New Di	uration
7. If the amendment changes the jurisdiction of incorporati	ion, indicate new jurisdiction.
New Juri	isdiction
Signature Signature	June 28, 1999 Date
John R. Koch Typed or printed name	President Title
i yped of printed name	AIM

State of Delaware

Office of the Secretary of State PAGE

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SYMPHONY HOME CARE SERVICES NO. 7, INC.", CHANGING ITS NAME FROM "SYMPHONY HOME CARE SERVICES NO. 7, INC. " TO "SOLEUS HEALTHCARE SERVICES OF RIVER SHORES, INC.", FILED IN THIS OFFICE ON THE FIFTEENTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO





Edward J. Freel, Secretary of State

AUTHENTICATION:

9815629

DATE:

06-21-99

2445061 8100

991243462

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 06/15/1999 991243462 - 2445061

STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

Symphony Home Care Services No. 7. Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That, at meeting of the Board of Directors of Symphony Home Care Services No. 7. Inc., resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "<u>First</u>" so that, as amended, said Article shall be and read as follows:

The name of the corporation is: Soleus Healthcare Services of River Shores, Inc.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

FOURTH: That the capital of said corporation shall not be reduced under or by reason of said amendment.

IN WITNESS WHEREOF, said Symphony Home Care Services No. 7, Inc. has caused this certificate to be signed by <u>John R. Koch</u>, an Authorized Officer, this 9th day of June, 1999.

Ву:	1/loch	
Authorized	Officer	
Name:	John R. Koch	
Title:	President	