

F95000002627

(Requestor's Name)

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900056328089

None Change
Amend

06/29/05--01047--004 **43.75

RECEIVED
05 JUN 29 PM 12:42
DIVISION OF CORPORATION

05 JUN 29 PM 2:24
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOR
6/30/05



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 453914 7193352

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 28, 2005

ORDER TIME : 10:27 AM

ORDER NO. : 453914-005

CUSTOMER NO: 7193352

CUSTOMER: Lauren Karp
Holland & Knight LLP
23rd Floor
195 Broadway
New York, NY 10007-3189

FOREIGN FILINGS

~~***FILE FIRST***~~

NAME: EYE CARE INTERNATIONAL, INC.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER: _____

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)

F95000002627

(Document number of corporation (if known))

05 JUN 29 PM 2:24
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Eye Care International, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. May 31, 2005
(Incorporated under laws of) (Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 5, 2005

5. The Amacore Group, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)


(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Clark A. Marcus
(Typed or printed name of person signing)

6/24/05
(Date)

President/CEO
(Title of person signing)

Delaware

PAGE 1

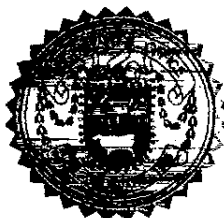
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "EYE CARE INTERNATIONAL, INC.", FILED A RESTATED CERTIFICATE, CHANGING ITS NAME TO "THE AMACORE GROUP, INC.", THE FIFTH DAY OF APRIL, A.D. 2005, AT 9:36 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2406920 8320

AUTHENTICATION: 3965029

050514623

DATE: 06-21-05