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Admitted in Ohio Only, Practice Limited  
to Matters of Federal Tax Law

April 22, 1997

Secretary of State  
Division of Corporations  
409 East Gaines Street (32301)  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Neil A. Ahner, M.D., Inc.

700002154907--9  
-04/25/97--01039--023  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed are two (2) original Amendment to Articles of Incorporation for the captioned corporation.

One (1) original is to be filed in your office and one (1) original is to be marked "Received" and returned to this office in the enclosed self-addressed stamped envelope.. Also enclosed is a check from Neil A. Ahner, M.D., Inc. in the amount of \$35.00 to cover your fee for receiving, filing and indexing of the enclosed Amendment to Articles of Incorporation.

Please telephone me if there is any reason why this request cannot be met promptly. Thank you for your attention to these matters.

Sincerely,

MAYER & KENNEDY

*P. Todd Kennedy*

P. Todd Kennedy

PTK/msg  
Enclosures  
ahner2\lrs\amendart.sos

FILED  
97 APR 25 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amie Chang*

5/2/97  
*De*

AMENDMENT  
TO  
ARTICLES OF INCORPORATION OF  
NEIL A. AHNER, INC.

FILED  
97 APR 25 AM 8:59  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

The undersigned, being the sole Shareholder and the sole Director, for the purpose of amending the Articles of Incorporation of Neil A. Ahner, Inc. pursuant to the Florida Business Corporation Act, Florida Statutes §§607.1001, et seq., does hereby adopt this Amendment to the Articles of Incorporation previously approved by the sole Shareholder and the sole Director of the Corporation:

ARTICLE I

The name of the Corporation is changed to Neil A. Ahner, M.D., Inc.

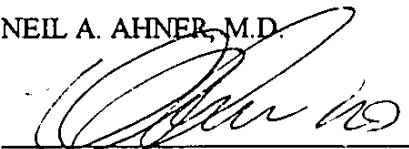
Except to the extent that any of the provisions of these Articles of Amendment are expressly in conflict with the provisions of the Corporation's original Articles of Incorporation or any previous amendments to the Corporation's original Articles of Incorporation, the Corporation's original Articles of Incorporation and any amendments to the Corporation's original Articles of Incorporation shall remain in full force and effect.

The sole Shareholder and the sole Director previously approved and adopted these Articles of Amendment. The number of votes cast for approval and adoption of these Articles of Amendment was sufficient for approval. These Articles of Amendment are adopted effective the date filed with the Secretary of the State of Florida.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Amendment effective the 21 day of April, 1997.

These Articles of Amendment have been approved by the majority vote of the Shareholders.

NEIL A. AHNER, M.D.

  
Sole Shareholder and Sole Director