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DIVISION OF CORPORATIONS

Florida Department of State  
Division of Corporations  
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To:

Division of Corporations  
Fax Number : (850) 922-4000

From: Angelica M. Calabrese

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FILED  
99 MAY 26 PM 12:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

EMERGENCY ROOM BILLING, INC.

Certificate of Status	0
Ceruffed Copy	1
Page Count	03
Estimated Charge	\$43.75

20225-93680

NC  
5/26/99  
5/26/1999

T-693 P.02/04 F-351

**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.)

1. --- EMERGENCY ROOM BILLING, INC. ---  
Name of corporation as it appears on the records of the Department of State

2. DELAWARE  
Incorporated under laws of

3. 06/22/98  
Date authorized to do business in Florida

SECRETARIAT  
TALLAHASSEE  
99 MAY 26  
FBI

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
BUSINESS

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 12/13/98

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

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

\_\_\_\_\_  
 New Jurisdiction  
 \_\_\_\_\_  
 Signature

\_\_\_\_\_  
 May 18, 1999  
 \_\_\_\_\_  
 Date

Warren W. Dedrick  
 \_\_\_\_\_  
 Typed or printed name

\_\_\_\_\_  
 President  
 \_\_\_\_\_  
 Title

Fax Audit No. H99000012680 7

*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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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 "EMERGENCY ROOM BILLING, INC.", CHANGING ITS NAME FROM "EMERGENCY ROOM BILLING, INC." TO "MEDCLR, INC.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF DECEMBER, A.D. 1998, AT 4 O'CLOCK P.M.



  
Edward J. Freel, Secretary of State

AUTHENTICATION: 9719177

DATE: 04-30-99

2634248 8100

991172348

**CERTIFICATE OF AMENDMENT  
OF CERTIFICATE OF INCORPORATION OF  
EMERGENCY ROOM BILLING, INC.**

Emergency Room Billing, Inc., a close corporation organized and existing under and by  
virtue of the General Corporation Law of the State of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the following resolution has been duly adopted in accordance with Section 103  
of the Delaware General Corporation Law:

**RESOLVED,** that the Certificate of Incorporation of Emergency  
Room Billing, Inc. be amended by changing the First Article thereof  
so that, as amended said Article shall be and read as follows:

**FIRST:** The name of this corporation is **MEICLS, Inc.**

**SECOND:** That in lieu of a meeting and voting of stockholders, the stockholders have given  
unanimous written consent to said amendment in accordance with the provisions of Section 228 of  
the General Corporation Law of the State of Delaware.

**THIRD:** That the aforesaid amendment was duly adopted in accordance with the applicable  
provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

**IN WITNESS WHEREOF,** said corporation has caused this certificate to be signed by  
Warren W. Dedrick, its President this 16 day of December, 1998.

**EMERGENCY ROOM BILLING, INC.**

By

  
Warren W. Dedrick, President

131-002-1100-00000000

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 04:00 PM 12/30/1998  
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