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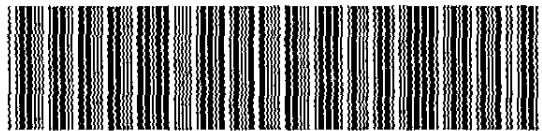
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*Name Change &
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07/27/04--01021--018 **43.75

RECEIVED
04 JUL 27 AM 10:33
DIVISION OF CORPORATION

FILED
04 JUL 27 AM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AOR

7/27/04

**CORPORATE
ACCESS,
INC.**

236 East 6th Avenue • Tallahassee, Florida 32303

P.O. Box 37866 (32315-7866) • (850) 222-2666 or (800) 969-1666 • Fax (850) 222-1666

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Arriend.

1.) Drs. Levy & Shapiro, M.D., P.A.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

DRS. LEVY & SHAPIRO, M.D., P.A.

FILED
04 JUL 27 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation.

1. The name of the Corporation is Drs. Levy & Shapiro, M.D., P.A.
2. Article I of the Articles of Incorporation of Drs. Levy & Shapiro, M.D., P.A., is hereby amended to read in its entirety as follows:

ARTICLE I. NAME OF CORPORATION

The name of the Corporation is:

AVENTURA ENDOCRINE ASSOCIATES, P.A.

3. Article VII of the Articles of Incorporation is hereby amended to read in its entirety as follows:

ARTICLE VII. NAME OF DIRECTORS

The name and street address of the Directors are as follows:

E. Timothy Shapiro
21110 Biscayne Blvd.
Suite 203
Aventura, Florida 33180

Leonard M. Thaler
21110 Biscayne Blvd.
Suite 203
Aventura, Florida 33180

4. The foregoing amendment was approved and adopted by the Board of Directors and Shareholders of the Corporation on May 28, 2004.
5. The number of shares authorizing the amendment was sufficient for approval.

IN WITNESS WHEREOF, I have executed these Articles of Amendment, as
Director, this 21 day of July, 2004.

E. Timothy Shapiro

E. Timothy Shapiro, M.D.
Director/Shareholder

LM Thaler

Leonard M. Thaler, M.D.
Director/Shareholder

**UNANIMOUS WRITTEN CONSENT OF
THE BOARD OF DIRECTORS AND SHAREHOLDERS
OF DRS. LEVY & SHAPIRO, M.D., P.A.**

The undersigned constituting all of the directors and shareholders of DRS. LEVY & SHAPIRO, M.D., P.A., a Florida corporation (the "Company"), do hereby consent and subscribe to the following acts and resolutions in accordance with the Florida Business Corporations Act.

WHEREAS, the Company desires, and the undersigned believe it is in the best interests of the Company, to accept Elliot Levy, M.D.'s resignation as Director and President of the Company;

WHEREAS, the Company desires, and the Board of Directors believe it is in the best interest of the Company to file Articles of Amendment to change the Company's name from Drs. Levy & Shapiro, M.D., P.A. to Aventura Endocrine Associates, P.A.;

WHEREAS, the Board presented its recommendation to the Shareholder's that they approve the Articles of Amendment and after due consideration, the Shareholder's believe it is the best interest of the Company to file the Articles of Amendment as described above;

WHEREAS, the Company acknowledges that it has entered into certain agreements under the name Levy, Shapiro & Thaler, M.D.'s, P.A., and hereby seeks to ratify such agreements regardless of the name utilized therein.

NOW THEREFORE, BE IT RESOLVED, that Elliot Levy, M.D.'s resignation as Director and President of the Company is hereby accepted by the Company;

FURTHER RESOLVED, that the Shareholder's, upon the Board's recommendation, authorizes the execution of Articles of Amendment to change the Company's name from Drs. Levy & Shapiro, M.D., P.A. to Aventura Endocrine Associates, P.A.;

FURTHER RESOLVED, that the Company acknowledges and ratifies the agreements entered into as Levy, Shapiro & Thaler, M.D.'s P.A. as agreements of the Company;

FURTHER RESOLVED, that the proper officers of the Company, be and hereby are, authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all such documents as may, in their discretion, be deemed necessary or desirable to carry out and comply with the terms and provisions of these resolutions. Additionally, all acts and doings of the officers of the Company through the date hereof which are in conformity with the intent and purpose of this action shall be and the same are hereby in all respects ratified, confirmed and approved as acts of the Company;

FURTHER RESOLVED, that this written consent may be executed in one or more counterparts, including counterparts received as signed confirmed facsimiles, all of which together shall constitute the original; and

FURTHER RESOLVED, that an executed copy of this written consent shall be placed in the Company's minute book.

Dated: May 28, 2004

DIRECTORS/SHAREHOLDERS:

E. Timothy Shapiro

E. Timothy Shapiro, M.D.

Leonard M. Thaler

Leonard M. Thaler, M.D.