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LAW OFFICES OF
MAYER & KENNEDY
THE FORUM - TOWER A
1675 PALM BEACH LAKES BOULEVARD
SUITE 700
WEST PALM BEACH, FLORIDA 33401

(561) 683-2484
Fax: (561) 684-3142

EARL E. MAYER, JR.*
P. TODD KENNEDY, P.A.
JOHN W. RANDOLPH, JR.

* Federal Tax Counsel to the Firm
Admitted in Ohio Only, Practice Limited
to Matters of Federal Tax Law

FILED
98 MAR 10 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 5, 1998

**CERTIFIED MAIL, RETURN
RECEIPT REQUESTED NO. Z 014 116 501**

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

200002452542--8
-03/10/98--01075--001
*****35.00 *****35.00

Re: Gary J. Rosenberg, M.D., P.A. to Florida Aesthetic Surgery Center, P.A.

Dear Sir or Madam:


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

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 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, VS MAR 12 1998

MAYER & KENNEDY


P. Todd Kennedy

PTK/msg
Enclosures
rosenberg1\lrs\amendart.sos

**AMENDMENT TO ARTICLES OF INCORPORATION
OF
GARY J. ROSENBERG, M.D., P.A.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

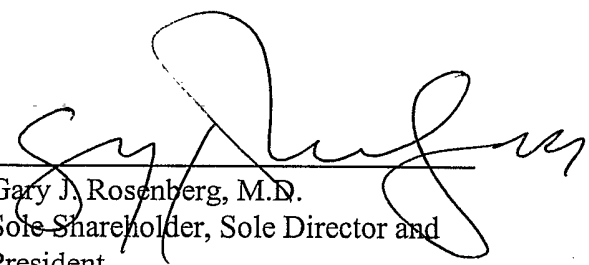
The undersigned, being the sole shareholder and the sole director, for the purpose of changing the name of the corporation, does hereby adopt this Amendment to the Articles of Incorporation previously approved by the sole shareholder and the sole director:

ARTICLE I
NAME

The name of this corporation is **Florida Aesthetic Surgery Center, P.A.**

All original Articles of Incorporation not modified by this Amendment are hereby reaffirmed and restated. The aforementioned modifications to the Articles of Incorporation are adopted effective the date filed with the Secretary of the State of Florida. This Amendment to Articles of Incorporation of GARY J. ROSENBERG, M.D., P.A. have been previously approved by all shareholders.

Date: Effective March 3, 1998



Gary J. Rosenberg, M.D.
Sole Shareholder, Sole Director and
President