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**LAW OFFICES OF
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July 22, 2003

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Karen Gibson
Document Specialist

Ms. Gibson,

Pursuant to our telephone conversation of earlier today, enclosed please find Articles of Amendment to Articles of Incorporation of Florida Aesthetic Surgery Center, P.A. changing its name to Rose Consulting Companies, Inc.

Should you have any questions or comments with regard to the enclosure, please do not hesitate to contact me. Thank you very much for your assistance with this matter.

Sincerely,
KENNEDY & ASSOCIATES, P.L.



Dana M. Santino

cc: Dr. Gary Rose

DMS/ms
Enclosure

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June 17, 2003

Department of State
Division of Corporations
Corporate Filings
P.O.Box 6327
Tallahassee, FL 32314

Re: Articles of Amendment to Articles of Incorporation

Dear Sir or Madam:

Attached please find an original and one (1) copy of Articles of Amendment to Articles of Incorporation (changing name of the corporation from Florida Aesthetic Surgery Center, P.A. to Rose Consulting Company, Inc.) together with our check in the amount of \$35.00 representing the cost of filing the enclosed Articles of Amendment with your office.

We would appreciate it if you could expedite this filing as soon as possible and return the enclosed copy of the Articles of Amendment stamped with the filing information to our office in the stamped self-addressed envelope also enclosed for your convenience.

Thank you for your prompt attention to this request.

Very truly yours,
KENNEDY & ASSOCIATES, P.L.



Dana M. Santino

Enclosures

DMS/idp

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 24, 2003

DANA M. SANTINO
KENNEDY & ASSOCIATES, P.L.
1675 PALM BEACH LAKES BLVD., SUITE 700
WEST PALM BEACH, FL 33401-2124

SUBJECT: FLORIDA AESTHETIC SURGERY CENTER, P.A.
Ref. Number: H17827

We have received your document for FLORIDA AESTHETIC SURGERY CENTER, P.A. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Document Specialist

Letter Number: 703A00038411

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

Pursuant to §607.1006 Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST. The name of the Corporation is Florida Aesthetic Surgery Center, P.A.

SECOND. ARTICLE I of the Articles of Incorporation is amended to read as follows:

"ARTICLE I
NAME

The name of this corporation is Rose Consulting Companies, Inc."

THIRD. ARTICLE II of the Articles of Incorporation is amended to read as follows:

"ARTICLE II
PURPOSES

The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act."

FOURTH. ARTICLE VI of the Articles of Incorporation is deleted in entirety.

FIFTH. The above amendment was adopted by the Shareholders of the Corporation on the 6 day of February, 2003. The number of votes cast for the amendment by the shareholders was sufficient for approval.

FLORIDA AESTHETIC SURGERY CENTER, P.A.

By: [Signature]
Gary J. Rosenberg, M.D., Sole Shareholder,
Sole Director and President