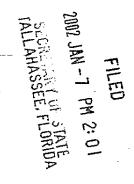
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CORPORATE	H20580 #43.75
ACCESS,	236 East 6th Avenue . Tallahassee, Florida 32303
P.O. Bo	ox 37066 (32315-7066) ~ (850) 222-2666 or (860) 969-1666 . Fax (850) 222-1666
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PECIAL INSTRUCTIONS	

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF ALL CARE HEALTH SERVICES, INC.



H20580

Document Number of Corporation

Pursuant to the provisions of section 607.1008, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is All Care Health Services, Inc. (the "Corporation").

SECOND: The amendment to the Articles of Incorporation of said Corporation approved pursuant to Order Confirming Debtors' Amended Plan of Reorganization entered by the United States Bankruptcy Court for the District of Delaware is as follows:

Article Third shall be amended by adding the following provision:

"Notwithstanding anything to the contrary provided herein or by law, the Corporation shall have no authority to issue any nonvoting equity securities."

FOURTH: The title of the reorganization proceeding in which the court order was entered is: Order Confirming Debtors' Amended Plan of Reorganization, under jointly administered case No. 99-348-MFN.

FIFTH:	The Court had jurisdiction of the proceeding under federal statute.	
Signed this _	2 day of 5 among, 2002	.=
Signature:	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	
	David S. Geller (Typed or printed name)	
	President	

(Title)