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BASIC AMENDMENT

HEALTH FIRST NETWORK, INC.

Certificate of Status	0
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ARTICLES OF AMENDMENT

OF RESTATED ARTICLES OF INCORPORATION OF

HEALTH FIRST NETWORK, INC.

The Restated Articles of HEALTH FIRST NETWORK, INC., a Florida corporation (the "Corporation") are hereby amended as follows:

1. Article III, Capital Stock, is hereby amended and restated to read as follows:

ARTICLE III - CAPITAL STOCK

(a) The aggregate number of shares of capital stock authorized to be issued by the Corporation shall be Forty Thousand (40,000) shares of $.10 par value common stock.

(b) The Corporation shall have one class of voting common stock. All Class A voting common stock and Class B voting common stock of the Corporation currently issued and outstanding shall automatically become a single class of voting common stock of the Corporation, and all stock certificates evidencing such shares shall represent a single class of voting common stock of the Corporation.

(c) Each outstanding share of common stock of the Corporation shall be entitled to one vote on matters submitted to a vote of the shareholders of the Corporation, in person or by proxy, and shall have equal rights in the distribution of dividends and to receive the net assets of the Corporation upon dissolution.

(d) All shares of common stock issued by the Corporation may not be transferred to any person, firm or corporation except as permitted under the terms and conditions of the Stock Restriction and Shareholder Agreement entered into between the Corporation and each Shareholder of the Corporation.

2. The foregoing amendment is pursuant to a resolution adopted by the Board of Directors of the Corporation on the 15th day of November, 2004, and approved by a vote of the stockholders of the Corporation owning shares of Class A voting common stock and Class B voting common stock, representing all of the stockholders entitled to vote on the amendment, which vote was sufficient for approval of the amendment.

3. The foregoing amendment is effective as of the date they are filed with the Florida Secretary of State.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment on this 16th day of December, 2004.

ROBIN HERR
President

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