

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Private Duty Nursing Inc

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 - ___ LTD Partnership File
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 - ___ L.C. File
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 - ___ Trade/Service Mark
 - ___ Merger File
 - ✓ Art. of Amend. File
 - ___ RA Resignation
 - ___ Dissolution / Withdrawal
 - ___ Annual Report / Reinstatement
 - ___ Cert. Copy
 - ___ Photo Copy
 - ___ Certificate of Good Standing
 - ___ Certificate of Status
 - ___ Certificate of Fictitious Name
 - ___ Corp Record Search
 - ___ Officer Search
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 - ___ Fictitious Owner Search
 - ___ Vehicle Search
 - ___ Driving Record
 - ___ UCC 1 or 3 File
 - ___ UCC 11 Search
 - ___ UCC 11 Retrieval
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PRIVATE DUTY NURSING, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned President of Private Duty Nursing, a Florida corporation (the "Corporation"), hereby makes this Amendment of the Articles of Incorporation of the Corporation.

1. Article I is amended to change the name of the Corporation from Private Duty Nursing, Inc. to Private Duty Services, Inc. and, therefore, to read in its entirety as follows:

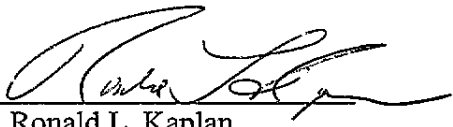
ARTICLE I

NAME

The name of the Corporation is PRIVATE DUTY SERVICES, INC.

2. The foregoing Amendment was adopted by the sole shareholder of the Corporation on July 15, 2002 by written consent in accordance with Section 607.0704 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation of the Corporation this 15th day of July, 2002.



Ronald L. Kaplan
President

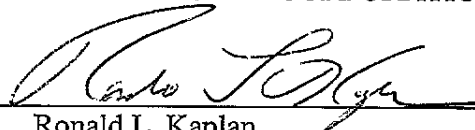
**CONSENT OF SOLE SHAREHOLDER
OF
PRIVATE DUTY NURSING, INC.**

The undersigned sole shareholder of Private Duty Nursing, Inc., a Florida corporation (the "Company"), hereby adopts the following resolution as duly authorized and valid corporate action pursuant to Section 607.0704 of the Florida Business Corporation Act:

RESOLVED, that the name of the Company be changed from Private Duty Nursing, Inc. to Private Duty Services, Inc. and that Article I of the Articles of Incorporation of the Company be amended to effect such change of corporate name.

Dated: July 15, 2002

ALLIED HEALTH CARE CORPORATION

By: 
Ronald L. Kaplan
President