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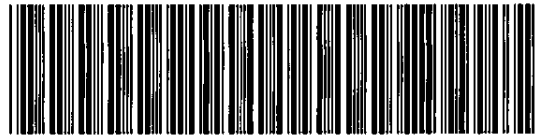
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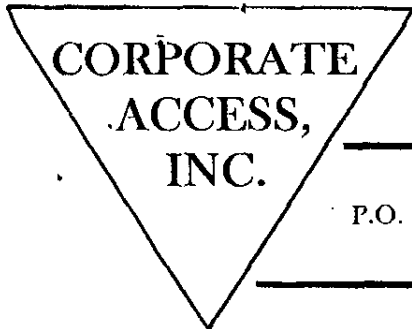
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Amend

1.

Aguirre Internal Medicine Group of the Palm
(CORPORATE NAME AND DOCUMENT #) Beaches, P.A.

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

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5.

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
AGUIRRE INTERNAL MEDICINE GROUP OF THE PALM BEACHES, P.A.,
A FLORIDA CORPORATION**

Pursuant to Section 621.13(4) of the Florida Professional Service Corporation and Limited Liability Company Act and Sections 607.1001 and 607.1006 of the Florida Business Corporation Act, the shareholders of **AGUIRRE INTERNAL MEDICINE GROUP OF THE PALM BEACHES, P.A.**, a Florida corporation (the "**Corporation**"), have elected to amend the Articles of Incorporation of the Corporation, changing its business purpose from the rendering of professional services, to permit the Corporation to conduct any lawful business which corporations are permitted to conduct. Pursuant to the election of the shareholders to change the business purpose of the Corporation, the Corporation hereby adopts the following Amendments to its Articles of Incorporation, as amended (the "**Amendments**"):

1. The name of the Corporation is hereby changed to **AGUIRRE INTERNAL MEDICINE GROUP OF THE PALM BEACHES, INC.**
2. The Corporation's Articles of Incorporation are amended by replacing Article I in its entirety with the following:

ARTICLE I – PURPOSES AND OBJECTS.

The purpose of the Corporation is to engage in any lawful business or activity for which corporations may be organized under the laws of the United States and the State of Florida.

3. The Corporation's Articles of Incorporation are amended by replacing Article IV in its entirety with the following:

ARTICLE IV – NUMBER OF DIRECTORS.

The affairs of the Corporation shall be managed by the Board of Directors of the Corporation. The number of directors may be increased or decreased from time to time as provided in the By-Laws of the Corporation, but shall never be less than one (1). The directors of the Corporation are Gerardo Aguirre, Kelli Aguirre, and Barbara Ceuleers.

4. **Document Number:** The Corporation's document number is: **J89370**.

5. **Effective Date:** The Amendments shall be effective on the date and at the time of filing of these Articles of Amendment to the Articles of Incorporation of the Corporation with the *Florida Department of State*.

6. **Shareholder Approval:** The Amendments set forth above were duly adopted by unanimous written consent of the directors and shareholders of the Corporation dated September 1, 2006. The number of votes cast by the shareholders in favor of adopting the Amendments was sufficient for its approval.

**AGUIRRE INTERNAL MEDICINE
GROUP OF THE PALM BEACHES,
P.A., a Florida corporation**

By: 
Name: **Gerardo Aguirre**
Title: **President**

Date: September 15, 2006

**UNANIMOUS WRITTEN CONSENT
OF THE DIRECTORS AND SHAREHOLDER OF
AGUIRRE INTERNAL MEDICINE GROUP OF THE PALM BEACHES, P.A.
A FLORIDA CORPORATION
IN LIEU OF A SPECIAL MEETING**

The undersigned, being the directors and shareholder of **AGUIRRE INTERNAL MEDICINE GROUP OF THE PALM BEACHES, P.A.**, a Florida corporation (the "**Corporation**"), hereby make the following written statement in lieu of holding a special meeting, pursuant to the terms of Section 607.0821 of the Florida Business Corporation Act:

WHEREAS, the shareholder and directors of the Corporation desire to change the business purpose of the Corporation from the rendering of professional services, to permit the Corporation to conduct any lawful business which corporations are permitted to conduct; and

WHEREAS, the directors and shareholder of the Corporation have reviewed, discussed, approved and ratified the Articles of Amendment to the Articles of Incorporation of the Corporation (the "**Articles of Amendment**"), a copy of which is attached hereto as **Exhibit "A"**, changing the business purpose and the name of the Corporation, and desire to evidence such approval and ratification; and

WHEREAS, the shareholder and directors of the Corporation have determined that after the date of filing of the Articles of Amendment changing the Corporation's purpose, it would be in the best interest of the Corporation to permit **ATLANTIC CONSULTING ASSOCIATES, INC.**, a Florida corporation ("**Atlantic**"), to merge with and into the Corporation; and

WHEREAS, the directors and shareholder of the Corporation have reviewed, discussed, approved and ratified the Plan of Merger and the Articles of Merger merging Atlantic with and into the Corporation (the "**Articles of Merger**"), a copy of which is attached hereto as **Exhibit "B"**, and desire to evidence such approval and ratification:

NOW, THEREFORE, BE IT RESOLVED, that the Articles of Amendment are hereby approved, ratified and confirmed in all respects as acts and deeds of the Corporation until amended or repealed in accordance with applicable law; and be it

FURTHER RESOLVED, that Gerardo Aguirre, M.D., as President of the Corporation, is hereby authorized and directed to execute the Articles of Amendment and to file the same with the Florida Department of State on behalf of the Corporation, and to take any further action necessary to carry out the intent of this resolution; and be it

FURTHER RESOLVED, that the Secretary of the Corporation is directed to insert a copy of the Articles of Amendment in the Corporation's minute book as part of its permanent records; and be it

FURTHER RESOLVED, that the Plan of Merger and the Articles of Merger are hereby approved, ratified and confirmed in all respects as acts and deeds of the Corporation until amended or repealed in accordance with applicable law; and be it

FURTHER RESOLVED, that Gerardo Aguirre, M.D., as President of the Corporation, is hereby authorized and directed to execute the Plan of Merger and the Articles of Merger and to file the same with the Florida Department of State on behalf of the Corporation, and to take any further action necessary to carry out the intent of this resolution; and be it

FURTHER RESOLVED, that the Secretary of the Corporation is directed to insert a copy of the Articles of Merger in the Corporation's minute book as part of its permanent records.

Date: September 1, 2006

DIRECTORS:

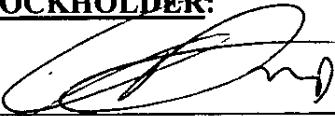


Gerardo Aguirre, M.D.



Kelli Aguirre

STOCKHOLDER:



Gerardo Aguirre, M.D.