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JOHNSON BLAKELY

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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURN ACCT#:
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NAME: ERNEST H. MCDOWELL D.M.D., P.A.

AUDIT NUMBER.....H98000007162

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0 PAG..... 2

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Name Change

Amendment
4/16/98

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
ERNEST H. MCDOWELL, D.M.D., P.A.

The undersigned, as the President of ERNEST H. MCDOWELL, D.M.D., P.A., hereby certifies that the Amendment provided for herein was adopted by the sole stockholder and director on the 15th day of April, 1998.

1. Name of Corporation. ERNEST H. MCDOWELL, D.M.D., P.A.
2. Amendment Adopted. The Articles of Incorporation are hereby amended in their entirety as follows:

ARTICLE I - Name and Address

The name of this corporation is ERNEST H. MCDOWELL, D.M.D., INC. The mailing address of the corporation is: 1433 Court Street, Clearwater, Florida 33756. The address of the corporation's principal office is: 1433 Court Street, Clearwater, Florida 33756.

ARTICLE II - Duration

This corporation shall have perpetual existence.

ARTICLE III - Capital Stock

This corporation is authorized to issue 10,000 shares of common stock, which shall be designated as "Common Shares." The par value of each share of stock shall be One Cent (\$0.01).

ARTICLE IV - Preemptive Rights

Every shareholder, upon an offer for sale for cash of any new stock or authorized but unissued stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Michael G. Little, Esquire
911 Chestnut Street
Clearwater, FL 33757
(813) 461-1818
FL Bar No. 861677

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ARTICLE V - Registered Office and Agent

The street address of the registered office of this corporation is: 1433 Court Street, Clearwater, Florida 33756, and the name of the Registered Agent of this corporation at that address is ERNEST H. MCDOWELL, D.M.D.

ARTICLE VI - Indemnification

The corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE VII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation."

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 5th day of April, 1998.

ERNEST H. MCDOWELL, D.M.D., P.A.

By: Ernest H. McDowell DMD
ERNEST H. MCDOWELL, D.M.D., President

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