



K89635

ACCOUNT NO. : 072100000032

REFERENCE : 548219 4310537

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$87.50

ORDER DATE : September 30, 1997

ORDER TIME : 10:40 AM

ORDER NO. : 548219-005

CUSTOMER NO: 4310537

100002307761--2

CUSTOMER: Mark Cooper, Esq
O'Neill Chapin Marks Liebman
Suite 865
200 East Robinson Street
Orlando, FL 32801

DOMESTIC AMENDMENT FILING

NAME: AMPUTEE AND BRACE CENTER OF
KISSIMMEE, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Andrew Cumper

EXAMINER'S INITIALS: _____

97 SEP 30 PM 2:30
SECRETARY OF STATE
TALLAHASSEE FLORIDA
9/30
am
change
C.V.
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT OF
AMPUTEE AND BRACE CENTER OF KISSIMMEE, INC.

FILED

97 SEP 30 PM 2:30

Article I of the Articles of Incorporation of Amputee and Brace Center of Kissimmee, Inc., is hereby amended to read:

SECRETARY OF STATE
TALLAHASSEE FLORIDA

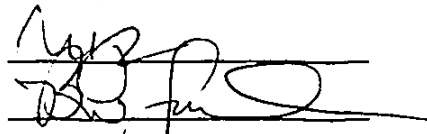
ARTICLE I


Name: The name of this corporation is **Saunders Management Group, Inc.**

The foregoing amendment was adopted by the shareholders of this corporation of the 24th day of September, 1997.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment on this 25 day of September, 1997.

WITNESSES:


STATE OF FLORIDA
COUNTY OF Orange


J.L. Saunders, President

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared J.L. Saunders, personally known to me or has presented personally known as identification, as President of Amputee and Brace Center of Kissimmee, Inc., who after first being duly sworn, deposes and says that he has executed the foregoing Articles of Amendment of Amputee and Brace Center of Kissimmee, Inc., for the conditions and purposes therein expressed, under full authority of said Corporation.

WITNESS my hand and seal in the County and State last aforesaid on this 25 day of September, 1997.


Notary Public

Amy D. Hooker
Printed or typed name of Notary

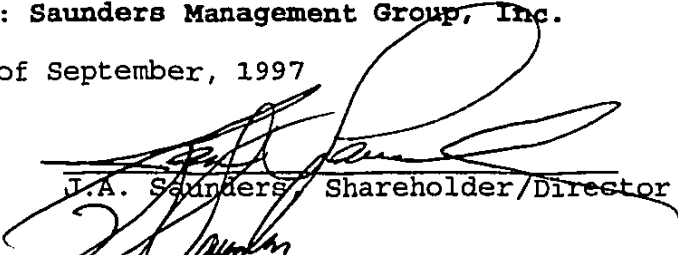
My Commission Expires:

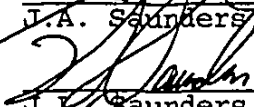
AMY D. HOOKER
Notary Public, State of Florida
My Comm. Expires April 12, 1999
Comm. No. CC452713

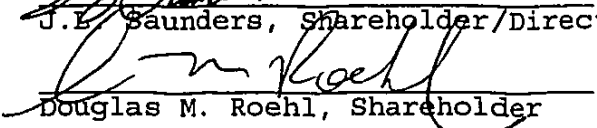
STATEMENT OF INTENT
TO ADOPT AMENDMENT

The undersigned, being all of the directors and shareholders of Amputee And Brace Center Of Kissimmee, Inc., hereby evidence their unanimous vote (taken at a Special Meeting of the Board of Directors and Shareholders held on September 24, 1997), to amend the Articles of Incorporation of the Corporation by changing the name of the Corporation to: **Saunders Management Group, Inc.**

Dated this 25 day of September, 1997


J.A. Saunders, Shareholder/Director


J.L. Saunders, Shareholder/Director


Douglas M. Roehl, Shareholder

STATE OF FLORIDA)
COUNTY OF ORANGE)

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County, personally appeared J.A. Saunders, personally known to me or who has presented Personally Known as identification, who after first being duly sworn by me, deposes and says that he has read the above and foregoing and that all of the statements set forth therein are true and correct.

WITNESS my hand and seal in the State and County aforesaid this 25 day of September, 1997.


Notary Public

DORIS O. DIXON
Typed or printed name of Notary

My Commission Expires:



DORIS O DIXON
My Commission CC665736
Expires Aug. 24, 2000

STATE OF FLORIDA)
COUNTY OF Orange)

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County, personally appeared J.L. Saunders, personally known to me or who has presented Personally Known as identification, who after first being duly sworn by me, deposes and says that he has read the above and foregoing and that all of the statements set forth therein are true and correct.

WITNESS my hand and seal in the State and County aforesaid this 25 day of September, 1997.

Amy D. Hooker
Notary Public
Amy D. Hooker
Typed or printed name of Notary

My Commission Expires:

AMY D. HOOKER

Notary Public, State of Florida

My Comm. Expires April 12, 1999

Comm. No. CC452713

STATE OF FLORIDA)
COUNTY OF Osceola)

BEFORE ME, the undersigned Notary Public, duly authorized in the aforesaid State and County, personally appeared Douglas M. Roehl, personally known to me or who has presented Fl. Drivers Lic. as identification, who after first being duly sworn by me, deposes and says that he has read the above and foregoing and that all of the statements set forth therein are true and correct.

WITNESS my hand and seal in the State and County aforesaid this 24 day of September, 1997.

Mary M. Clinard
Notary Public
Mary M. Clinard
Typed or printed name of Notary

My Commission Expires: 7-21-2000



MARY M. CLINARD
My Commission CC571278
Expires Jul. 21, 2000