

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

HFN, L.L.C.

0002 Fax (850) 222-1222
L0000000562

Requested by:

Time

Will Pick Up

174 Ponder's Printing • Thomasville, GA 8/00

_____ Art of Inc. File _____
 _____ LTD Partnership File _____
 _____ Foreign Corp. File _____
 ✓ _____ L.C. File Amendment
 _____ Fictitious Name File _____
 _____ Trade/Service Mark _____
 _____ Merger File 500003510389 12/21/00 01041-020 5
 _____ Art. of Amend. File *****55.00 *****55.00
 _____ 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 _____
 _____ Fictitious Search _____
 _____ Fictitious Owner Search _____
 _____ Vehicle Search _____
 _____ Driving Record _____
 _____ UCC 1 of 3 File _____
 _____ UCC 11 Search _____
 _____ UCC 11 Retrieval _____
 _____ Courier _____

00110121 PM 1:44
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

APPROVED
 AND
 FILED

12-21-00

APPROVED
AND
FILED

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF ORGANIZATION OF
HFN, L.L.C.**

THIS CERTIFICATE OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF HFN, L.L.C., a Florida limited liability company, is executed by the undersigned member for the following uses and purposes:

The name of the limited liability company is HFN, L.L.C.

The date of filing of the Articles of Organization was January 14, 2000.

The limited liability company has adopted the following amendments to the Articles of Organization:

1. Article VI is hereby amended to read as follows:

ARTICLE VI - MANAGEMENT

This limited liability company shall be managed by its member(s).

2. A new Article VII is hereby added to the Articles of Organization to read as follows:

ARTICLE VII - RESTRICTIONS OF TRANSFER OF MEMBERSHIP UNITS

No member may dispose of all or part of its Membership Units without first offering in writing to sell the Membership Units to the limited liability company (the "Company"). The Company shall have sixty (60) days within which to accept the offer and pay the purchase price. To the extent the offer is not accepted by the Company, the offering member shall have the right for ninety (90) days thereafter to transfer all of his Membership Units so offered and not purchased by the Company. Provided, however, the proposed transfer is for value, the offering member shall not

APPROVED
AND
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 21 2000
11:44

transfer the Membership Units until it shall have given the Company the right, for a period of thirty (30) days after written notice, to purchase the Membership Units at the price and upon the terms of the proposed sale to the other person.

Notwithstanding the foregoing, no member shall own or control, directly or indirectly, an amount equal to or greater than ten percent (10%) of all of the issued Membership Units of the Company.

Upon the death of a member, the Company shall have the option, but not the obligation, to purchase the Membership Units from the estate of the deceased member.

The amendments contained herein are effective the 21st day of December, 2000.

IN WITNESS WHEREOF, the undersigned member has executed this Certificate of Amendment on this 18 day of December, 2000.

HEALTH FIRST NETWORK, INC.

By: G. Ronald Parker
G. RONALD PARKER
President

APPROVED
AND
FILED

00 DEC 21 PM 1:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA