LOOOOOO3354 PARTNERS LO

May 8, 2000

Florida Department of State Division of Corporations POB 6327 Tallahassee FL 32314

MJH

SUBJECT: NAME CHANGE OF LLC

Dear State,

L-3354

Enclosed are the Articles of Amendment to Articles of Organization of Gainesville Pain and Rehabilitation Center, LLC officially changing its name to PhyMed Rehabilitation, LLC along with the Board's minutes.

Our check is also enclosed for \$55.00 to cover the filing fee and certified copy.

If you have any questions or need additional information, I can be reached by:

Telephone at 407-260-8370 or;

Mail Ronald L. Garey

Corporate Controller C/o PhyMed Partners, Inc. 710 Miami Springs Drive Longwood, FL 32779 200003248912--c -05/11/00--01097--009 *****55.00 *****55.00

Sincerely,

Ronald L. Garey

Corporate Controller

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

GAINESVILLE PAIN AND REHABILITATION CENTER, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was MARCH 22, 2000.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

1. To change the name of the above named LLC to PHYMED REHABILITATION, LLC.

Dated, May 5, 2000.

Signature of a member or authorized representative of a member

JAMES MCMICHAEL

Typed or printed name of signee

Filing Fee: \$25.00

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SPECIAL MEETING OF THE BOARD OF GOVERNORS AND WAIVER OF NOTICE OF THE BOARD OF GOVERNORS OF

Gainesville Pain & Rehabilitation Center, L.L.C.

A special meeting of the Board of Governors of the above limited liability company was held on April 30, 2000 at 9am at the company's place of business.

The purpose of the meeting was to authorize and change the name of the company.

A quorum was declared present based on the presence of its Member, PhyMed Partners, Inc., represented by its Vice-president, Nancy McMichael and Managing Member, PhyMed Partners, L.C., represented by its Manager, James McMichael.

The following company resolution was taken by appropriate motion duly made, seconded, and adopted by the majority vote of the Managing Members/Members entitled to vote as follows;

Resolve that, the Gainesville Pain & Rehabilitation, LLC company name is changed to the new name of **PhyMed Rehabilitation**, **LLC**.

There being no further business, the meeting was duly adjourned.

James McMichael

Manager