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JAMES L. CHASE

December 11, 2000

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Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: Articles of Amendment of Bonifay-Stalnaker, L.L.C.

Dear Sirs:

Enclosed herewith you will find the following documents:

1. Articles of Amendment of BONIFAY-STALNAKER, L.L.C., changing the name of the limited liability company to STALNAKER FAMILY, L.L.C.
2. Our firm check drawn to the order of the Florida Department of State in the amount of \$55 to pay for the filing fee for the filing of these Articles of Amendment and a certified copy of the filed Articles of Amendment.

Please file these Articles of Amendment in the appropriate records for the State of Florida. After these Articles of Amendment have been filed, please send a certified copy to me for the L.L.C. records.

If you have any questions, please do not hesitate to contact me.

Sincerely,

JAMES L. CHASE

enclosure

cc: B.L. Stalnaker, M.D.
Todd D. Stalnaker, D.O.

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90 DEC 1 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

100-10630
JL

**ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF
BONIFAY-STALNAKER, L.L.C.
(A Florida Limited Liability Company)**

FIRST: The date of the filing of the Articles of Organization was August 30, 2000.
1999.

SECOND: The following two (2) amendments to the Articles of Organization were
adopted by the limited liability company:

A. ARTICLE I of the Articles of Organization is amended to read as follows:

ARTICLE I

Name

The name of the limited liability company ("Company") is **STALNAKER FAMILY,
L.L.C.**

B. ARTICLE V of the of Articles of Organization is amended to read as follows:

ARTICLE V

Management

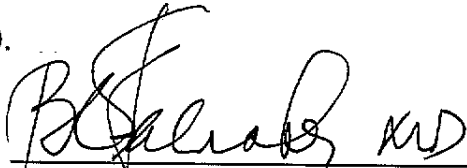
The Company is to be managed by the members. Each managing member is
identified as follows:

B.L. Stalnaker, M.D.
1701 West 9 1/2 Mile Road
Cantonment, Florida 32533


Todd D. Stalnaker, D.O.
1701 West 9 1/2 Mile Road
Cantonment, Florida 32533

FILED
NO DEC 13 PM 5:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dated this 20th day of November, 2000.



B.L. STALNAKER, M.D., Member



TODD D. STALNAKER, D.O., Member

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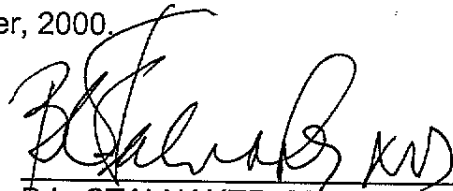
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WRITTEN CONSENT IN LIEU OF MEETING OF MEMBERS

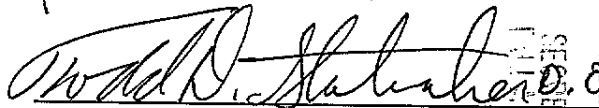
The undersigned, being all of the members of BONIFAY-STALNAKER, L.L.C., hereby consent to the Amendment of the Articles of Organization of Bonifay-Stalnaker, L.L.C. without a meeting:

1. Changing the name of the limited liability company from BONIFAY-STALNAKER, L.L.C. to STALNAKER FAMILY, L.L.C.
2. Changing the membership from Mark S. Bonifay, 4755 Slaback Street, Pensacola, Florida 32504 and B.L. Stalnaker, M.D., 1701 West 9 1/2 Mile Road, Cantonment, Florida 32533 to B.L. Stalnaker, M.D., 1701 West 9 1/2 Mile Road, Cantonment, Florida 32533 and Todd D. Stalnaker, D.O., 1701 West 9 1/2 Mile Road, Cantonment, Florida 32533.

Dated this 20th day of November, 2000.



B.L. STALNAKER, M.D., Member



TODD D. STALNAKER, D.O., Member

NOV 13 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED