

CT CORPORATION

L020000001214

FILED
02 MAY -2 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

OptiCare Systems, LLC

formerly: Cohen Systems, LLC

200005431042-8
05/02/02-01044-035
*****55.00 *****55.00

200005431042-8
05/02/02-01044-035
*****55.00

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| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

ALI

Name _____
Availability _____
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Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____

5/2/02

Order#: 53160

Ref#:

Amount: \$

RECEIVED
02 MAY -2 AM 11:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
COHEN SYSTEMS, LLC
(a Florida limited liability company)**

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FIRST: The date of filing of the articles of organization was January 16, 2002.

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

Article I of the Articles of Organization is hereby deleted in its entirety and replaced with the following:

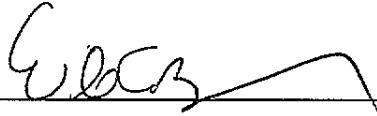
ARTICLE I - Name:

The name of the Limited Liability Company is:

OptiCare Systems, LLC

Dated May 1, 2002.

PRIMEVISION HEALTH, INC.
a Delaware corporation, Sole Member

By: 
William Blaskiewicz
Vice President and CFO