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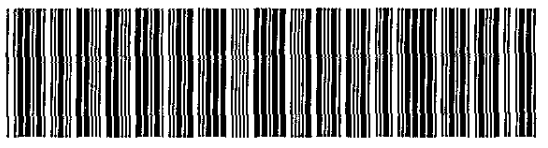
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 940943 9104A

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 55.00

ORDER DATE : February 24, 2003

ORDER TIME : 2:30 PM

ORDER NO. : 940943-020

CUSTOMER NO: 9104A

CUSTOMER: Ms. Lori L. Ammons
Holland & Knight Llp
Suite 1600
200 Central Avenue
St Petersburg, FL 33701

DOMESTIC AMENDMENT FILING

NAME: JED P. WEBER, M.D., L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER'S INITIALS: _____

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**Articles of Amendment
to Articles of Organization**

Jed P. Weber, M.D., L.L.C

These Articles of Amendment amend the Articles of Organization of Jed P. Weber, M.D., L.L.C., filed with the Secretary for the State of Florida on May 23, 2002, as Document Number L02000012650.

1. Article I is amended to provide as follows:

**Article I
NAME**

The name of this limited liability company is JED P. WEBER, M.D., P.L.

2. Article III is amended to provide as follows:

**Article III
DURATION**

This Company shall exist perpetually, until dissolved in accordance with applicable law.

3. Article V is amended to provide as follows:

**Article V
ADMISSION OF NEW MEMBERS**

This Company may admit members from time to time upon approval of the members and upon such terms and conditions as the members may specify in the Company's operating agreement or in other agreements among the members, as the same may be from time to time adopted.

4. There is added an additional Article VII, to provide as follows:

**Article VII
NATURE OF PROFESSIONAL BUSINESS**

- A. The Company is organized, and shall be operated, to render "professional services" within the meaning of Florida Statutes, Chapter 621, in the practice of medicine and each of its sub-specialties as carried on by persons licensed in, or otherwise legally authorized to engage in, such practice in this State.

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- B. The Company shall render its professional services only through its members, agents and employees who are duly licensed or otherwise legally authorized within the State of Florida to practice medicine.

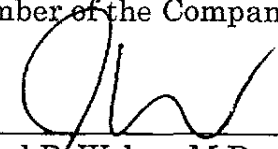
5. There is added an additional Article VIII, to provide as follows:

**Article VIII
LOSS OF LICENSE;
SEVERANCE AND TERMINATION OF EMPLOYMENT**

- A. If any member, agent, or employee of this Company who has been rendering professional services to the public becomes legally disqualified to render such professional services within this state or accepts employment that places restrictions or limitations upon his or her continued rendering of such professional services, then, in any such event, such person's office and/or employment with, and/or equity interest in, this Company shall immediately and automatically cease and terminate except to receive payment for whatever equity interest in this Company may be owned by the person as a member.
- B. The ownership interest representing the equity interest of the member whose interest is terminated because of the application of the preceding paragraph shall not thereafter be entitled to voting rights (except as provided hereinafter in regard to liquidation and dissolution or amendment), dividends, options, or stock rights of any kind.
- C. The ownership interest owned by such person shall forthwith be transferred, sold, purchased, pledged or redeemed at such price or value and under such terms as are authorized or set forth in the operating agreement of the Company, if any, and if not, by mutual agreement or, if no such agreement can be reached within a reasonable time under the circumstances (and any event within thirty (30) days), then by arbitration in accordance with the Florida Arbitration Code then in effect.
- D. However, if a sole member of this Company becomes disqualified to render professional services for this Company, the Company shall cease all business or professional activity until its shares are transferred to a person duly qualified or until the Company is liquidated and dissolved, or until these articles are amended into a regular business Company under applicable law, and for those limited purposes only such person shall have voting rights as to his or her shares.

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Except as amended hereby, the Articles of Organization remain in full force and effect. These Articles of Amendment have been approved and executed by Jed P. Weber, M.D., the sole manager and sole member of the Company on ~~January~~ ¹⁶ 2003.



Jed P. Weber, M.D.

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