

L73924



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 489166 10329A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 7, 1997

ORDER TIME : 11:17 AM

ORDER NO. : 489166-005

CUSTOMER NO: 10329A

100002260811--3
08/07/97--01090--008
*****35.00 *****35.00

CUSTOMER: Mr. Robert W. Darnell
Hankin, Persson & Darnell
Suite 400 & 406
2033 Main Street
Sarasota, FL 34237

DOMESTIC AMENDMENT FILING

NAME: SARASOTA EMERGENCY MEDICAL
CONSULTANTS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stephanie Stscherban

EXAMINER'S INITIALS:

FILED
97 AUG -7 PM 4:01
97 AUG -7 PM 1:16
RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

8/8

Jon Amend

ARTICLES OF AMENDMENT

FILED

TO THE ARTICLES OF INCORPORATION 97 AUG -7 PH 4: 01

OF

SARASOTA EMERGENCY MEDICAL CONSULTANTS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, WELLINGTON CHEN, President and Secretary of SARASOTA EMERGENCY MEDICAL CONSULTANTS, INC. certifies that:

1. He is the President and Secretary of SARASOTA EMERGENCY MEDICAL CONSULTANTS, INC., a Florida corporation, whose Articles of Incorporation were filed with the Secretary of State, State of Florida, on May 18, 1990.

2. The following amendment to the Articles of Incorporation was unanimously adopted by the Board of Directors and approved by the Shareholders, at a special meeting at which all of the Directors and Shareholders were present and voting throughout, duly called for the purpose of adopting this Amendment and held on July 15, 1996.

3. There are 1000 shares of common stock outstanding. All of said outstanding shares are entitled to vote, and all of the shares entitled to vote, voted for the Amendment.

4. Paragraph Fourth of the Articles of Incorporation is hereby amended in its entirety to read as follows:

"FOURTH: The maximum number of shares which the Corporation is authorized to have outstanding is Ten Thousand (10,000) Common Shares having a par value of \$1.00. Said shares shall consist of Five Thousand (5,000) shares of Class D, voting common stock, and

Five Thousand (5,000) shares of Class E, voting common stock. There shall be no preferences or limitations as to either class of stock, and each class of stock shall have the same equity rights in the Corporation."

5. This amendment shall become effective on the date of filing these Articles.

All shares of the Corporation which were issued and outstanding before filing of these Articles of Amendment, shall be cancelled, declared null and void and re-issued.

IN WITNESS WHEREOF, the undersigned, WELLINGTON CHEN, as President and Secretary of the Corporation has executed these Articles of Amendment this 15th day of July, 1996.



WELLINGTON CHEN, President and Secretary