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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
MP TOTALCARE, INC.**

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C.COULLIETTE

MAR 25 2010

EXAMINER

RECEIVED
2010 MAR 25 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MP TOTALCARE, INC.**

Pursuant to Section 607.1008 of the
Florida Business Corporation Act

The undersigned, being a duly appointed and authorized officer of MP TotalCare, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "FBCA"), for the purpose of amending the Corporation's Articles of Incorporation (the "Articles"), hereby certifies, on behalf of the Corporation and not in his individual capacity, pursuant to Section 607.1008 of the FBCA, as follows:

FIRST: The name of the Corporation is MP TotalCare, Inc.

SECOND: That Article V of the Articles is hereby amended by adding the following to the end thereof:

Notwithstanding anything herein to the contrary, the Corporation shall not be authorized to issue non-voting capital stock of any class, series or other designation to the extent prohibited by Section 1123(a)(6) of title 11 of the United States Code (the "Bankruptcy Code"); provided, however, that the foregoing restriction shall have no further force and effect beyond that required under Section 1123(a)(6) of the Bankruptcy Code.

THIRD: That this amendment to the Articles effected hereby was duly adopted in accordance with the provisions of Section 607.1008 of the FBCA, pursuant to the authority granted to the Corporation under Section 607.1008 of the FBCA to put into effect and carry out the Modified Second Joint Chapter 11 Plan of Reorganization for CCS Medical, Inc. and its Affiliated Debtors (the "Plan") pursuant to Chapter 11 of the United States Bankruptcy Code (the "Code"), as confirmed on March 11, 2010 by order (the "Order") of the United States Bankruptcy Court for the District of Delaware (the "Court") in the proceeding captioned *In re CCS Medical, Inc., et al.*, Case No. 09-12390 (CSS) (the "Proceeding"). Provision for the filing of this amendment is contained in the Plan as confirmed by the Order of the Court which had jurisdiction over the Proceeding under the Code. This amendment has been duly executed and

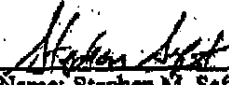
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acknowledged by an officer of the Corporation designated by such Order.

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IN WITNESS WHEREOF, the undersigned has made and signed these Articles of Amendment to the Articles on this 23rd day of March, 2010.


Name: Stephen M. Saft
Title: Chief Financial Officer