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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Medical Associates of Florida

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
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CERTIFICATE OF AMENDMENT  
TO ARTICLES OF ORGANIZATION  
OF  
MEDICAL ASSOCIATES OF PINELLAS, L.L.C.

The undersigned being one of the members named in the Articles of Organization of Medical Associates of Pinellas, L.L.C., a Florida limited liability company, (the "Company"), in accordance with the provisions of Chapters 608 and 621, Florida Statutes, hereby amends its Articles of Organization as set forth below:

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1. The name of the Company is Medical Associates of Pinellas, L.L.C.
2. The Articles of Organization for the Company were filed with the Florida Department of State on October 15, 1998.
3. Article VIII of the Company's Articles of Organization is hereby deleted in its entirety and the following is substituted therefor:

ARTICLE VIII.  
MANAGEMENT

Management of the Limited Liability Company is reserved to its members in accordance with the Regulations of the Limited Liability Company. The Regulations may provide for designation of an Executive Committee and officers of the Limited Liability Company who shall have authority as designated in the Regulations. The names and addresses of the Members of the Limited Liability Company are as set forth on the attached Exhibit "A".

4. This Certificate of Amendment shall be effective upon filing with the Florida Department of State.

5. Except as expressly provided herein, all of the terms and provisions of the Articles of Organization shall remain in full force and effect and are hereby ratified and confirmed.

The execution of this Certificate of Amendment of the Articles of Organization by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

EXHIBIT "A"FILED  
SECRETARY OF CORPORATIONS  
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Donald H. Auerbach, D.O.  
Ira B. Azneer, D.O.  
Robert K. Beamer, D.O.  
Arthur L. Berman, D.O.  
Martin O. Bock, M.D.  
Steven C. Bowman, M.D.  
Richard J. Campanile, D.O.  
Angelo M. Cappiello, M.D.  
Thomas J. Carpenter, D.O.  
Leo B. Dalton, D.O.  
Jeffrey Davis, M.D.  
Mark B. Deem, D.O.  
Vincent J. DiLella, D.O.  
Leonard J. Dunn, M.D.  
Jerry Drucker, M.D.  
Judith L. Evans, D.O.  
Elliot J. Familant, M.D.  
Larry J. Feinman, D.O.  
Charles K. Friedman, D.O.  
Gary M. Goldstein, M.D.  
Leslie A. Goodman, M.D.  
Gary H. Greenspan, M.D.  
Bobby Ray Haley, D.O.  
Scott E. Hallgren, D.O.  
James P. Hampsey, M.D.  
Newt L. Hardgrave, M.D.  
H. Jerome Koser, D.O.  
Fred L. Leslie, D.O.  
Robert W. Levin, M.D.  
Eduardo H. Martinez, M.D.  
Richard K. Maza, M.D.  
Richard Miller, D.O.  
Karen A. Neri, M.D.  
Charles L. Nutinsky, D.O.  
Jairo Pinzon, M.D.  
Sanford N. Plevin, M.D.  
Scott L. Ray, D.O.  
John J. Rinde, M.D.  
Michael I. Schulman, D.O.  
Stephen L. Scranton, M.D.  
Robert J. Stein, M.D.

Mark C. Stine, D.O.  
Fred S. Wexler, M.D.  
Robert B. Wyko, D.O.

ADDRESS FOR ALL MEMBERS:

1064 Keene Road  
Dunedin, FL 34698

IN WITNESS WHEREOF, the undersigned, constituting at least one  
of the Members of Medical Associates of Pinellas, L.L.C. has  
executed this Certificate of Amendment of Articles of Organization  
this 30 day of April, 1999.

MEDICAL ASSOCIATES OF PINELLAS, L.L.C.

By:

*Elliot J. Familant*  
Elliot J. Familant, Member

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