MOORE & MENKHAUS, P.A.
ATTORNEYS AT LAW

4800 N. FEDERAL HIGHWAY
SUITE 210-A
BOCA RATON, FLORIDA 33431-5176

(407) 394-7910
FAX TELECOPIER:
(407) 393-6541

M05714

October 13, 1999

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

400003018394--7
-10/19/99--01055--002
*****35.00 *****35.00

RE: Harvey I. Garber, M.D., F.A.C.S., P.A.
5210 Linton Blvd., Suite 306
Delray Beach, FL 33484

Dear Clerk:

Enclosed and filed herewith is an Amendment to the Articles of Incorporation of Harvey I. Garber, M.D., F.A.C.S., P.A. A copy of the Amendment is also enclosed.

Also, enclosed is a check in the amount of $35.00 for the filing fee.

Please acknowledge receipt by stamping the enclosed copy of this letter and the above referenced amendment with your date stamp and return them to me in the self-addressed, stamped envelope enclosed for your convenience.

Please call me if you have any questions.

Thank you for your assistance in this matter.

Very truly yours,

MOORE & MENKHAUS, P.A.

FILED
99 NOV 29 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

David J. Menkhaus

Enclosure

T. LEWIS NOV 29 1999

MOORE & MENKHAUS, P.A.
ATTORNEY AT LAW

4800 N. FEDERAL HIGHWAY
SUITE 210-A
BOCA RATON, FLORIDA 33431-5176

(561) 394-7910
FAX TELECOPIER:
(561) 393-6541

November 23, 1999

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, FL 32399

RE: Harvey I. Garber, M.D., P.A.
5210 Linton Blvd., Suite 306
Delray Beach, FL 33484

Dear Clerk:

Enclosed and filed herewith is an Amendment to the Articles of Incorporation of Harvey I. Garber, M.D., P.A. A copy of the Amendment is also enclosed.

Also, enclosed is a copy of your letter dated October 28, 1999 acknowledging receipt of a check in the amount of $35.00 for the filing fee. The documents have been changed to reflect the current name of the entity as specified in your letter.

Please acknowledge receipt by stamping the enclosed copy of this letter and the above referenced amendment with your date stamp and return them to me in the self-addressed, stamped envelope enclosed for your convenience.

Please call me if you have any questions.

Thank you for your assistance in this matter.

Very truly yours,

MOORE & MENKHAUS, P.A.

David J. Menkhaus

David J. Menkhaus

RECEIVED
99 NOV 29 AM 8:07
DIVISION OF CORPORATIONS

FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

October 28, 1999

DAVID J. MENKHAUS, ESQ.
MOORE & MENKHAUS, P.A.
4800 N. FEDERAL HIGHWAY, SUITE 210-A
BOCA RATON, FL 33431-5176

SUBJECT: HARVEY I. GARBER, M.D., P.A.
Ref. Number: M05714

We have received your document for HARVEY I. GARBER, M.D., P.A. and check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 499A00051823

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
HARVEY I. GARBER, M.D., P.A.

1. The name of the Corporation is Harvey I. Garber, M.D., P.A.

2. The Articles of Incorporation and ARTICLE I, specifically, are amended to change the name of the Corporation as follows:

"ARTICLE I
NAME

The name of this Corporation is Garber & Shemesh, M.D., P.A."

3. The foregoing amendment was adopted by unanimous consent of the shareholders of the Corporation on September15,1999.

FILED
99 NOV 29 AM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HARVEY I. GARBER, M.D., P.A.

By: [signature]
Harvey I.Garber - President

CONSENT OF SHAREHOLDERS
OF HARVEY I. GARBER, M.D., P.A.
TO AMENDMENT OF ARTICLES OF INCORPORATION

Pursuant to Section 607.394 of Florida Statutes and Article VIII of the Articles of Incorporation, the undersigned, being all holders of voting shares of Harvey I. Garber, M.D., P.A. , a Florida corporation, hereby adopt the following resolution:

RESOLVED, that Article I of the Corporation's Articles of Incorporation is hereby amended to change the name of the Corporation as follows:

"ARTICLE I

The name of the Corporation is Garber & Shemesh, M.D., P.A."

Dated: Nov. 19, 1999

Harvey I. Garber
Shareholder

STATE OF FLORIDA)
)ss:
COUNTY OF PALM BEACH)

On this 19th day of November, 1999, before me, the undersigned notary public, personally appeared Harvey I. Garber, M.D., shareholder of Harvey I. Garber, M.D., P.A., (now known as Garber & Schemesh, M.D., P.A.,) who being personally known to me and who being by me first duly sworn, did say that he is the officer as stated above of said Corporation; and that the foregoing instrument was executed by him on behalf of the Corporation and pursuant to the authority of its shareholders by consent resolution dated September 15, 1999.

WITNESS my hand and official seal at Boca Raton, Palm Beach County, Florida, the day and year first above written.

Debora K. Renken
Notary Public

Debora K. Renken
Print Name

My Commission Expires:

DEBORA K. RENKEN
MY COMMISSION # CC 752166
EXPIRES: June 18, 2002
Bonded Thru Notary Public Underwriters