



Worldwide Medical Coverage

Tuesday, May 12, 1998

M38054

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

Re: Name Change - Articles of Amendment to Articles of Incorporation

Dear Amendment Section:

000002527800--3

-05/18/98--01112--017
*****35.00 *****35.00


Enclosed please find the following:

1. Resolution of the Board of Directors approving the Articles of Amendment to Articles of Incorporation, and
2. Articles of Amendment to Articles of Incorporation.
3. A check in the amount of \$35.00 for the filing fee for Articles of Amendment.

Please file said Articles of Amendment to the Articles of Incorporation of our corporation. Furthermore, we respectfully request that you make all necessary changes to your records to reflect our corporation's name change and that you confirm in writing that these documents have been received and filed.

Thanking you in advance for your assistance in this matter, we remain

Very Truly Yours,


EDWARD ALMEIDA, ESQ.
General Counsel

FILED
98 JUN -1 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Encls. (as noted)

cc: Corp. Officers and Directors
FAEEA\CORRES\DOI-2.DOC

N/c Amend

See 6/2

INTERNATIONAL HEADQUARTERS

7001 Southwest 97th Avenue • Miami, Florida 33173 • Telephone (305) 275-1510 • Fax (305) 275-8484

Internet: amedex@netrunner.net



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 22, 1998

EDWARD ALMEIDA, ESQ.
AMEDEX WORLDWIDE
7001 SOUTHWEST 97TH AVENUE
MIAMI, FL 33173

SUBJECT: AMEDEx AMERICAN MEDICAL WORLDWIDE CORPORATION
Ref. Number: M38054

We have received your document for AMEDEx AMERICAN MEDICAL WORLDWIDE CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

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) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 798A00029107



Tuesday, May 26, 1998

Teresa Brown, Corporate Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Amendment to Articles of Incorporation - Corporate Name Change

Dear Mrs. Brown:

As requested (see attached letter), enclosed please find the original Resolution and Articles of Amendment to Articles of Incorporation authorizing and adopting the corporation's change of name from Amedex American Medical Worldwide Corporation to Amedex Worldwide Corporation.

Should you need any additional information or documentation, please do not hesitate to contact the undersigned at your convenience.

Very Truly Yours,

A handwritten signature in black ink, appearing to read 'Edward Almeida'.

EDWARD ALMEIDA, ESQ.
General Counsel

Encls. (as noted)
F:\EEA\CORRES\DIVCORP3.DOC

INTERNATIONAL HEADQUARTERS

7001 Southwest 97th Avenue • Miami, Florida 33173 • Telephone (305) 275-1510 • Fax (305) 275-8484
Internet: amedex@netrunner.net

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION

FILED
98 JUN -1 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is: AMEDEX AMERICAN MEDICAL
WORLDWIDE CORPORATION.

SECOND: The following Amendment to the Articles of Incorporation was adopted
by the Corporation's Board of Directors and Shareholders:

"Subject to the approval of the Insurance Commissioner of the
State of Florida and of the Florida Department of State, the name
of the corporation shall be changed to: AMEDEX
WORLDWIDE CORPORATION."

THIRD: The Amendment was adopted by the Board of Directors and
Shareholders on the 1st day of May, 1998.

FOURTH: The above amendment was approved by unanimous vote of the Board of
Directors of the corporation on the 1st day of May, 1998.

FIFTH: The above amendment was adopted by unanimous consent of the
Shareholders of the corporation entitled to vote on the 1st day of May,
1998.

DATED: May 1, 1998.

AMEDEX AMERICAN MEDICAL
WORLDWIDE CORPORATION,
a Florida corporation

By: 
MICHAEL L. CARRICARTE, President & CEO

By: 
CLIFFORD M. KOLBER, Secretary & Treasurer

STATE OF FLORIDA

COUNTY OF MIAMI-DADE

}
}
}

The foregoing instrument was acknowledged before me this 1st day of May, 1998, by Michael L. Carricarte, President & CEO, and Clifford M. Kolber, Secretary & Treasurer of Amedex American Medical Worldwide Corporation, a Florida corporation, who are personally known to me.

(Notary Seal)



EDWARD ALMEIDA
My Commission CC405662
Expires Sep. 07, 1998
Bonded by HAI
800-422-1555

EDWARD ALMEIDA,
Notary Public, State of Florida at Large

My Commission No.: CC 405662
My Commission expires: 9/9/98

F:\EEA\CORP\AW\NAME-CHG.DOC

RESOLUTION OF THE BOARD OF DIRECTORS & SHAREHOLDERS OF
AMEDEX AMERICAN MEDICAL WORLDWIDE CORPORATION
APPROVING ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION

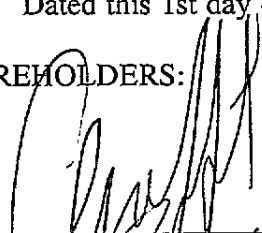
The undersigned, being all of the members of the Board of Directors of AMEDEX AMERICAN MEDICAL WORLDWIDE CORPORATION, a Florida Corporation, and the undersigned being all of the shareholders of AMEDEX AMERICAN MEDICAL WORLDWIDE CORPORATION, all of whom are entitled to vote upon the resolution hereinafter set forth, do hereby consent to the adoption of the following resolutions and consent to the following actions taken pursuant to the provisions of Chapter 607, Florida Statutes:

RESOLVED, that Article I of the Articles of Incorporation be and the same is hereby amended to read as follows: "The name of the corporation shall be AMEDEX WORLDWIDE CORPORATION."


FURTHER RESOLVED, that the actions contained herein shall be subject to the approval of the Insurance Commissioner of the State of Florida and of the Florida Department of State, and shall be effective as of the date of those approvals.

Dated this 1st day of May, 1998.

SHAREHOLDERS:



MICHAEL A. CARRICARTE



MICHAEL L. CARRICARTE

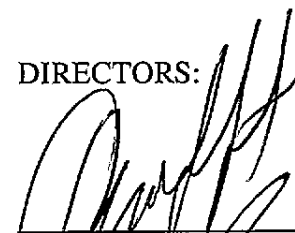


ANNE LOUISE KARDONSKI



JENNIFER L. CARRICARTE

DIRECTORS:



MICHAEL A. CARRICARTE



MICHAEL L. CARRICARTE