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" Founded 1925 "

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Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **HEALTHCARE RESOURCES, INC.**

Dear Sir/Madam:

We enclose on behalf of our client, Healthcare Resources, Inc., an original and a copy of the Articles of Amendment of Healthcare Resources, Inc. Please file this amendment as quickly as possible. Then, using the enclosed copy, please provide a certified copy and return it to our office via regular U.S. mail.

We also enclose the 2000 Uniform Business Report for the corporation. After you have filed the amendment, please file the UBR. We enclose two of our checks, each made payable to "Secretary of State," one in the amount of \$43.75 to cover the fee for filing the amendment and one in the amount of \$61.25 to cover the fee for filing the UBR.

Thank you, and please contact the undersigned immediately should any problems arise in connection with these filings.

Amend
9-15-00
PMS

Very truly yours,



Lisa Folis
Corporate Paralegal

FILED
00 SEP -5 AM 9:00
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF
HEALTHCARE RESOURCES, INC.**

FILED
00 SEP -5 AM 9:00
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Healthcare Resources, Inc., a Florida not-for-profit corporation, are hereby amended by striking Article V in its entirety and by substituting in its place the following:

Article V.

The affairs of the Corporation shall be managed by a Board of Directors consisting of the members of the Sarasota County Public Hospital Board and the President of Sarasota Memorial Hospital. All members of the Board of Directors shall hold such office by virtue of being a member of the Board of Directors of the Sarasota County Public Hospital Board or the President of Sarasota Memorial Hospital, as applicable.

1. The amendment was approved and adopted at a duly convened meeting of the directors of the corporation on August 21, 2000. The number of votes cast for the amendment by the directors was sufficient for approval.
2. There are no members of this corporation.
3. Pursuant to Article XII, Section 12.01 of the Article of Incorporation of Healthcare Resources, Inc., the Sarasota County Public Hospital Board has consented to the foregoing amendment.

IN WITNESS WHEREOF, the Chairman has executed these Articles of Amendment.


Donna Barcomb
Chair, Board of Directors