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TALLAHASSEE, FLORIDA

Amend-

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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 750455 4312787
AUTHORIZATION : *Patricia Pizute*
COST LIMIT : \$ 43.75

ORDER DATE : June 15, 2004
ORDER TIME : 12:30 PM
ORDER NO. : 750455-015
CUSTOMER NO: 4312787
CUSTOMER: Kyle Saxon, Esq
Catlin Saxon Evans Fink
Suite 1109
2600 Douglas Road
Coral Gables, FL 33134-6143

DOMESTIC AMENDMENT FILING

NAME: HOMESTEAD HOSPITAL, INC.

EFFECTIVE DATE: MAY 18, 2004

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Troy Todd -- EXT# 2940

EXAMINER'S INITIALS: _____

Articles of Amendment

To The Articles of Incorporation

of

HOMESTEAD HOSPITAL, INC.
(a Not For Profit Corporation)

FILED
04 JUN 15 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By majority vote of the Board of Directors and the Members of Homestead Hospital, Inc., at a meeting held on May 18, 2004, at which a quorum was present, the Board of Directors and the Members adopted the following amendments to the Articles of Incorporation with such amendments to be effective as of May 18, 2004:

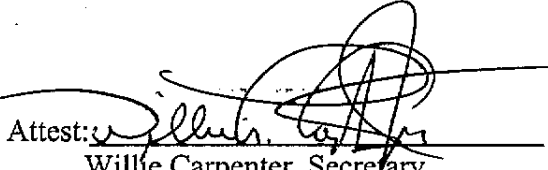
1. Section 7 of Article V is amended to read as follows:


“Section 7. Delegation of Borrowing Authority to Baptist Health South Florida, Inc. The right of the Corporation to borrow or incur indebtedness for any single loan or incurrence of indebtedness, and the right to pledge assets of the Corporation to secure such indebtedness, is expressly delegated and reserved to Baptist Health South Florida, Inc. Baptist Health South Florida, Inc. is irrevocably appointed as the agent of the Corporation for the purposes of borrowing on behalf of the Corporation, for the purposes of authorizing and issuing indebtedness on behalf of or in the name of the Corporation, and for the purpose of pledging assets of the Corporation to secure such indebtedness. Baptist Health South Florida, Inc. is expressly authorized to obligate the Corporation on such borrowings and indebtedness, to pledge assets of the Corporation to secure such indebtedness, and to execute and deliver on behalf of the Corporation all documents evidencing such borrowings and indebtedness, and such security instruments. No further authorization, confirmation, resolution or action of any type is required by the Board with respect to such borrowings or indebtedness, or such pledge of assets. All persons dealing with Baptist Health South Florida, Inc. in connection with any borrowings or indebtedness incurred by or on behalf of the Corporation through the actions of Baptist Health South Florida, Inc., or the pledge of assets of the Corporation by Baptist Health South Florida, Inc., shall be entitled to rely upon the authorization and delegation of rights conferred hereby, and shall not be required to make any inquiry upon the Corporation regarding the authority of Baptist Health South Florida, Inc. to borrow or incur indebtedness on behalf of or in the name of the Corporation, or to pledge assets of the Corporation.”

These Articles of Amendment were duly adopted by the Board of Directors and Members of the Corporation on May 18, 2004, and by the Board of Trustees of Baptist Health South Florida, Inc., on June 12, 2004, and the number of votes cast for the Amendments by the Directors and Members of the Corporation and by the Board of Trustees of Baptist Health South Florida, Inc., was sufficient for approval. The Amendments included in these Articles of Amendment have been adopted pursuant to Sections 617.1002 and 617.1006, Florida Statutes and there is no discrepancy between the Articles of Incorporation as previously filed and amended and the provisions of these Articles of Amendment other than the inclusion of the Amendments adopted pursuant to Sections 617.1002 and 617.1006, Florida Statutes.

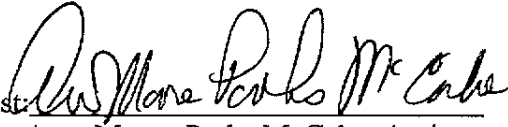
IN WITNESS WHEREOF, the undersigned Chairman and Secretary of the Board of Directors of the Corporation have executed these Articles of Amendment on May 18, 2004, and the undersigned Chairman and Secretary of the Board of Trustees of Baptist Health South Florida, Inc., have executed these Articles of Amendment on June 12, 2004, for the purpose of amending the Articles of Incorporation of the Corporation. The undersigned certify that no actions have been taken since the votes of their respective boards to modify or rescind the adoption of the amendment to the Articles of Incorporation as provided herein and that said adoption remains in full force and effect.

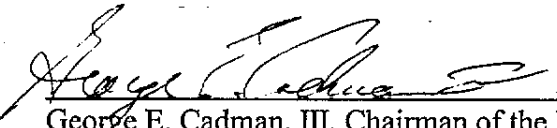
(CORPORATE
SEAL)

Attest: 
Willie Carpenter, Secretary
of the Board of Directors of Homestead
Hospital, Inc.


William L. Chambers, III, Chairman of the Board
of Directors of Homestead Hospital, Inc.

(CORPORATE
SEAL)

Attest: 
Arva Moore Parks McCabe, Assistant
Secretary of the Board of Trustees of
Baptist Health South Florida, Inc.

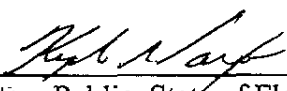

George E. Cadman, III, Chairman of the Board
of Trustees of Baptist Health South Florida, Inc.

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 18th day of May, 2004, by William L. Chambers, III and Willie Carpenter, the Chairman and Secretary, respectively, of the Board of Directors of Homestead Hospital, Inc. They are personally known to me.



Kyle R. Saxon
Commission #DD159250
Expires: Nov 26, 2006
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Atlantic Bonding Co., Inc.



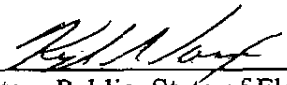
Notary Public, State of Florida
My Commission Expires:

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 12th day of June, 2004, by George E. Cadman, III, and Arva Moore Parks McCabe, the Chairman and Assistant Secretary, respectively, of the Board of Trustees of Baptist Health South Florida, Inc. They are personally known to me.



Kyle R. Saxon
Commission #DD159250
Expires: Nov 26, 2006
Bonded Thru
Atlantic Bonding Co., Inc.



Notary Public, State of Florida
My Commission Expires: