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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 688944 7132640

AUTHORIZATION :

Patricia Pijuta

COST LIMIT : \$ 43.75

ORDER DATE : May 8, 2000

ORDER TIME : 10:03 AM

ORDER NO. : 688944-005

300003242433--2

CUSTOMER NO: 7132640

CUSTOMER: Ms. Linda L. Fleming
Buchanan Ingersoll, P.c.
Suntrust Financial Center
401 E. Jackson Street, #2500
Tampa, FL 33602

Amend

DOMESTIC AMENDMENT FILING

NAME: TAMPA GENERAL HEALTHPLAN, INC.

EFFECTIVE DATE:

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: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
00 MAY -8 AM 11:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AOR
5/8/00

FILED
00 MAY -8 PM 3:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
TAMPA GENERAL HEALTHPLAN, INC.**

Pursuant to the provisions of Section 617.1006, Florida Statutes, Tampa General HealthPlan Inc. ("Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

- FIRST:** Amendment adopted:
- Article III is amended in its entirety to read as set forth on the Attachment A attached hereto. Except as set forth in said Attachment A, the existing Articles of Incorporation remain in full force and effect.
- SECOND:** The date of Adoption of the amendment was December 28, 1999.
- THIRD:** The amendment was adopted by the sole member and the number of votes cast for the amendment were sufficient for approval.

Dated: May 1, 2000.

**TAMPA GENERAL HEALTHPLAN,
INC.**

By: Ronald A. Hytoff
Ronald A. Hytoff, President
and Chief Executive Officer

ATTACHMENT A

ARTICLE III - Membership

The sole member of the Corporation shall be Kiranbhai C. Patel, M.D.

The sole member expressly reserves the power, exercisable in his sole discretion:

- (a) To select and to remove and replace, with or without cause, the directors of the Corporation;
- (b) To adopt amendments to the Articles of Incorporation and the Bylaws of the Corporation without any action on the part of the Corporation's Board of Directors; and
- (c) To exercise all power and authority reserved to the Corporation by virtue of its status as a shareholder or member in other corporations.

In addition, the sole member of the Corporation may reserve other powers to himself by amendments to these Articles of Incorporation or Bylaws of this Corporation.