

N99000005985

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From: GAIL S. ANDRE'
Account Name : LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P.A.
Account Number : 072720000036
Phone : (407) 843-4600
Fax Number : (407) 843-4444

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BASIC AMENDMENT

ORLANDO NEUROSURGICAL FOUNDATION, INC.

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Amendment

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DC

January 31, 2001

ORLANDO NEUROSURGICAL FOUNDATION, INC.
400 CELEBRATION PLACE #290
CELEBRATION, FL 34747

SUBJECT: ORLANDO NEUROSURGICAL FOUNDATION, INC.
REF: N99000005985

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Darlene Connell
Corporate Specialist

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**ARTICLES OF SECOND AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
ORLANDO NEUROSURGICAL FOUNDATION, INC.**

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Pursuant to the provisions of Section 617.1002 and 617.1006 of the Florida Statutes, ORLANDO NEUROSURGICAL FOUNDATION, INC. (the "Corporation") adopts the following Articles of Second Amendment to its Articles of Incorporation.

1. The name of the Corporation is ORLANDO NEUROSURGICAL FOUNDATION, INC.
2. The original Articles of Incorporation for the Corporation were filed on October 7, 1999, and assigned Charter No. N99000005985.
3. The Articles of Amendment to the Articles of Incorporation for the Corporation was filed on January 30, 2001.
4. In a Written Consent to Action of the Directors of the Corporation executed on January 29, 2001, the Directors have unanimously agreed that the Articles of Incorporation be amended to change the Membership of the Corporation. The amendment was approved by the Directors and the number of votes cast for approval was sufficient. There are no members.
5. Article IV of the Articles of Incorporation is hereby amended to read as follows:

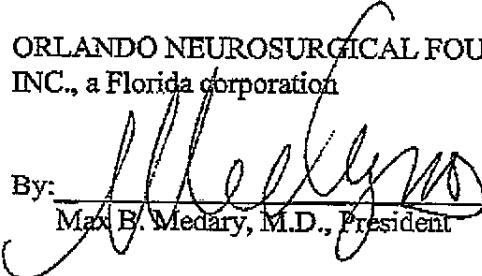
ARTICLE IV - NO MEMBERSHIP

The Corporation shall not have any members. Rather, its affairs shall be managed by its Board.

6. All other provisions of the Corporation's Articles of Incorporation and Articles of First Amendment shall remain in full force and effect.

IN WITNESS WHEREOF, the President of the Corporation has executed these Articles of Second Amendment this 29th day of January, 2001.

ORLANDO NEUROSURGICAL FOUNDATION,
INC., a Florida corporation

By: 
Max B. Medary, M.D., President

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