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1406TRENAM KEMKER

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Florida Department of State
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From: Account Name : TRENAM, KEMKER, SCHARP, BARKIN, FRYE, O'NEILL & MULLI
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JTM 02-1106

BASIC AMENDMENT

ILIAN T MEDBILL, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 MAY - 1 PM 12:10

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Certificate of Status	0
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Page Count	03
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ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
ILIAN MEDBILL, INC.

Document No. P00000017538

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida corporation adopts the following articles of amendment to its articles of incorporation:

1. The Amendment to the existing Articles of Incorporation being effected hereby is to delete Article IV of the Articles of Incorporation in its entirety and to substitute in its place the following:

ARTICLE IV

Capital Stock

(a) The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of common stock with a par value of \$0.01 per share. Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

(b) In the election of directors of this corporation, there shall be no cumulative voting of the stock entitled to vote at such election.

2. This amendment to the Articles of Incorporation was approved by written consent of the sole stockholder of this corporation, which action was sufficient for the approval of the amendment.

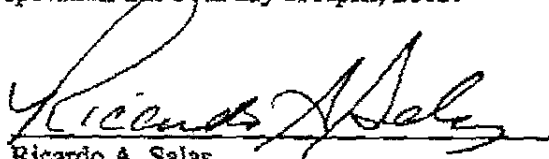
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3. Immediately prior to the filing of these Articles of Amendment, the authorized capital stock of the corporation consists of 60,000,000 shares of common stock ("Old Common Stock"), par value \$.01 per share, of which 40,500,000 shares are issued and outstanding, and 30,000,000 shares of preferred stock, par value \$.01 per share, no shares of which were issued and outstanding. The Amendment causes the authorized capital stock of the corporation to consist of 10,000 shares of Common Stock ("New Common Stock"), par value \$.01 per share. Upon the effectiveness of these Articles and the Amendment, each issued and outstanding share of Old Common Stock shall be automatically converted and reclassified into .000024691 issued and outstanding shares of New Common Stock. Further, every reference to any number of shares of Old Common Stock in any contract, agreement, document or instrument to which the corporation is a party shall be deemed to be a reference to the same number of shares of New Common Stock.

4. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Florida Department of State.

IN WITNESS WHEREOF, the Chief Executive Officer of the corporation has executed these Articles of Amendment of the Articles of Incorporation this 30th day of April, 2003.


 Ricardo A. Salas
 Chief Executive Officer

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