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Florida Department of State

Division of Corporations

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Fax Number : (850) 922-4000

From:

Account Name : CLOVERLEAF CAPITAL ADVISORS, LLC
Account Number : I19990000230
Phone : (407) 905-9699
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

AMERICAN ENTERPRISE REHABILITATION COMPANY, INC.

Certificate of Status	0
Certified Copy	1
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Name Change

12/6/00

DC

Fax Audit No. #000000635334

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

AMERICAN ENTERPRISE REHABILITATION COMPANY, INC.

FILED
00 DEC -6 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Provisions of the
Florida Business Corporation Act

AMERICAN ENTERPRISE REHABILITATION COMPANY, INC., (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify that, pursuant to the applicable section(s) of the Florida Business Corporation Act, the Board of Directors of the Corporation adopted the resolutions set forth below, on December 1, 2000, which resolutions are in full force and in effect as of the date hereof:

WHEREAS, the Corporation is authorized by its Bylaws to amend or repeal any provision contained in the Articles of Incorporation (the "Articles");

WHEREAS, the Board of Directors has selected and recommended to the Stockholders of the Corporation the change of the Corporation's name to PainCare Rehabilitation Company, Inc. This recommendation is based upon the Board's judgement that PainCare Rehabilitation Company, Inc. will present an identity which retains the Company's established reputation for quality and performance in its current core business while, at the same time, not limiting its corporate identity with respect to its prospective businesses.

WHEREAS, the Stockholders owning a majority of the issued and outstanding shares of capital stock and the Board of Directors of the Corporation, by action of consent on December 1, 2000, with respect to the foregoing matters have authorized the amendments set forth below to the Articles.

NOW THEREFORE IT IS RESOLVED, that:

1. Article I of the Articles is hereby amended to reflect that the name of the Corporation is hereby changed to PAINCARE REHABILITATION COMPANY, INC.

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Fax Audit Number: #000000635334

Prepared by: E. Nicholas Davis III

Cloverleaf Capital

2704 Rew Circle, Suite 105

Ocoee, FL 34761

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2. Except as set forth herein the Articles of Incorporation of the Corporation remain unchanged.

The foregoing was authorized by the entire Board of Directors and by a majority of the Stockholders of the Corporation by written consent effective December 1, 2000 and the number of votes cast by the Directors and Stockholders were sufficient for approval.

IN WITNESS WHEREOF, American Enterprise Rehabilitation Company, Inc. through its designated officer has caused this Certificate to be duly executed in its corporate name as of December 1, 2000.

AMERICAN ENTERPRISE REHABILITATION COMPANY, INC.

By: 

E. Nicholas Davis, III, CEO

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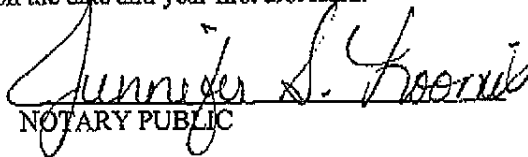
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STATE OF FLORIDA)
)
COUNTY OF ORANGE)

On this 1st day of December, 2000, before me, a Notary Public in and for the State and County aforesaid, personally appeared E. Nicholas Davis, III, who either is known to me personally or who supplied _____ as identification, acknowledged to the fact that he is the CEO of AMERICAN ENTERPRISE REHABILITATION COMPANY, INC., and that he executed as said officer the foregoing Articles of Amendment of said Corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.


NOTARY PUBLIC

Notary Public Commission expires:

[Notarial Seal]



Jennifer S Loomis

My Commission CC832074

Expires April 30 2004

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