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October 20, 2000

Via Federal Express
Department of State
Division of Corporations - Amendment Section
409 East Gaines St.
Tallahassee, FL 32399

100003436001---5
-10/24/00-01006-013
*****35.00 *****35.00

RE: **Filing of Articles of Amendment
for FAMILY CARING, INC.**

Dear Sir/Madam:

Enclosed please the Articles of Amendment regarding the above-referenced Florida corporation. These Articles of Amendment must be filed on Monday, October 23, 2000. We are also enclosing this law firm's check in the amount of \$35.00, representing the filing fee for the Articles of Amendment. Please return the filed Articles in the enclosed, self-addressed stamped envelope and telecopy back to us a copy of the filed Articles..

If you have any questions, please do not hesitate to call. Thank you for your assistance with this matter.

Very truly yours,

Claudia Liberman

Claudia Liberman, Legal Assistant

/cll
Enclosures

Amend

T. LEWIS NOV 1 2000

FILED
00 OCT 23 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

OF

FAMILY CARING, INC.

The undersigned, Senior Vice President of FAMILY CARING, INC., hereby makes and executes these Articles of Amendment of the Articles of Incorporation of FAMILY CARING, INC. for the purpose of amending Article III of the Articles of Incorporation. At a properly noticed and conducted meeting held on October 17, 2000 it was resolved by the directors and stockholders that Article III of the Corporation be amended as follows:

Article III of the Articles of Incorporation shall be amended to provide that the par value of each share of common stock shall be \$.01.


DATED this 20th day of October, 2000.

Witnesses:

FAMILY CARING, INC.

By: 

Gordon French, Senior Vice President


Claudia Lynn Liberman

STATE OF FLORIDA)

)ss.

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 20th day of October, 2000, by Gordon French, who is personally known to me (or who has produced Drivers License as identification).



(SEAL)

Notary Public, State of Florida

NOTARY PUBLIC - STATE OF FLORIDA
CLAUDIA LYNN LIBERMAN
COMMISSION # CC828938
EXPIRES 7/30/2003
BONDED THRU ASA 1-888-NOTARY1

FILED
00 OCT 23 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA