

PO00000111047

Tampa Bay Medical Specialties Corporation

5121 Rolling Fairway Drive
Valrico, Florida 33594
(813) 684-5168

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAY 21 PM 2:11

May 17, 2001

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

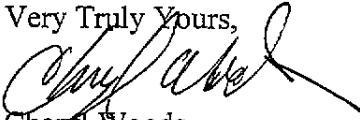
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*****43.75 *****43.75

Dear Secretary of State:

Please find enclosed one original and one copy of an Amendment to the Articles of Incorporation for Tampa Bay Medical Specialties Corporation. Also included a check for \$43.75, a \$35.00 filing fee, and \$8.75 for you to send us a certified copy to the above address.

Please do not hesitate to contact me if I can be of any further assistance. Thank you for your assistance.

Very Truly Yours,


Cheryl Woods

Amend.

V. SHEPARD MAY 25 2001

**AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
TAMPA BAY MEDICAL SPECIALTIES CORPORATION**

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Pursuant to the provisions of the Florida Business Corporation Act, the undersigned corporation adopts the following articles of amendment to its charter:

1. The name of the corporation is TAMPA BAY MEDICAL SPECIALTIES CORPORATION.
2. The amendments as adopted are:

a. This corporation is authorized to issue two classes of stock to be designated as "preferred" and "common", respectively; the total number of shares that may be issued is Ten Million (10,000,000) shares at no par value, One Million (1,000,000) shares of preferred shares and Nine Million (9,000,000) shares to be common shares. All or any part of the shares of the common and preferred stock may be issued by the corporation from time to time and for such consideration as may be determined upon and fixed by the board of directors, as provided by law, with due regard to the interest of the existing shareholders; and with such consideration has been received by the corporation, such shares may be deemed fully paid.

b. The preferred shares shall have preferred dividends rights, and shall have cumulative dividend rights based upon the rate shown on the certificate. The preferred shares have shall no voting rights.

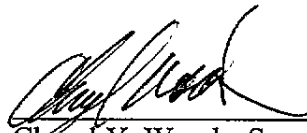
3. This amendment was duly adopted in action taken by the Corporation's directors and sole shareholders by joint consent action on May 12, 2001.

4. The amendment shall be effective immediately upon being filled with the Secretary of State.

Dated: May 12, 2001

TAMPA BAY MEDICAL SPECIALTIES
CORPORATION

By:


Cheryl Y. Woods, Secretary