

900 EAST OAKLAND PARK BOULEVARD THIRD FLOOR FORT LAUDERDALE, FLORIDA 33306 TELEPHONE: (954) 564-0550 FAX: (954) 537-3556

August 13, 2001

Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 Attn: Amendment Section

Dear Sir;

NIC 15 PM 2:1/2

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Enclose please find the original Article of Amendment to the Articles of Incorporation of Symphonic Marketing, Inc. Also, enclosed are copies of Mr. Joseph's resignation and the corporate resolution regarding the Amendment.

Enclosed please find a check in the amount of \$35.00 for your services.

Very truly yours,

John W. Case, Esq.

JWC:pm

AREAL STA

ARTICLE OF AMENDMENT TO ARTICLES OF INCORPORATION OF SYMPHONIC MARKETING, INC.



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

FIRST: Amendment(S) adopted:

ARTICLE VII — INITIAL BOARD OF DIRECTORS

This Article is being amended to delete MATTHEW A. JOSEPH as one of the Directors and replace him with: DAVID J. BLYWEISS, M.D., 100 S.E. 15th Avenue, Fort Lauderdale, Florida 33301.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 7-3/-200/

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- /xx / The amendment(s) was approved by the shareholders. The number of votes cast for the amendment(s) was sufficient for approval.
- /__/ The amendment(s) was/were approved by the shareholders through voting groups.

 The following statement must be separately provided for each voting group

entitled to vote separately on the amendment(s):

	"The number of votes case for the amendment(s) was/were sufficient for approval by
	Voting Group
//	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
//	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	this 10th day of August , 2001.
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
O	ZACHARY M. BLYDEISS - DIR.

August 7, 2001

Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314 Attn: Amendment Section

To Whom It May Concern:

Please be advised that I was the original incorporator of the corporation known as SYMPHONIC MARKETING, INC. I also held the position as Director.

I hereby resign my position as Director and wish to have nothing further to do with the corporation.

Very truly yours,

Matthew A. Joseph

MAJ;pm

CORPORATE RESOLUTION

UPON THE MEETING of all shareholders of SYMPHONIC MARKETING, INC. and the shareholders being in complete agreement as to the following, it is hereby,

RESOLVED that MATTHEW A. JOSEPH no longer wishes to be associated with SYMPHONIC MARKETING, INC.,

FURTHER, it is agreed that MATTHEW A. JOSEPH shall be removed from the corporate bank account and the corporate debit card and shall have no further responsibility or liability for these matters;

FURTHER, it is resolved that MATTHEW A. JOSEPH shall be removed from the Board of Directors and replaced by DAVID BLYWEISS.

There being no further business this Corporate Resolution was adopted and ratified by the corporation this 31th day of July, 2001.

Zachary M. Blyweiss, Shareholder

Matthew A. Joseph, Shareholder