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A LEGAL PROFESSIONAL ASSOCIATION

1144 West Erie Avenue P.O. Box 840 Lorain, OH 44052-0840

May 24, 2001

<u>VIA UPS NEXT DAY AIR</u> UPS TRACKING NO. N494 083 967 2

Florida Department of State Division of Corporations 409 E. Gaines St. Tallahassee, FL 32399 OI MAY 29 AM 9: 21
SECRETARY OF STATE
AND A SSEE, FLORIDA

RE: Filing of Articles of Amendment to Articles of Incorporation

Dear Sir or Madam:

Enclosed for filing please find Articles of Amendment to Articles of Incorporation for EnGARDE Chronic Care Management, Inc. Also enclosed is a check in the amount of \$43.75 as the required filing fee, which amount includes the cost to receive a certified copy.

If you have any questions, please contact the undersigned.

500004325915--4 -05/29/01--01133--004 ******43.75 *****43.75

Very truly yours,

WICKENS, HERZER, PANZA, COOK & BATISTA A Legal Professional Association

By: Mark P. Altieri

MPA/ na Enclosures (1)

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED
01 MAY 29 AM 9: 21

EnGARDE Chronic Care Management, Inc.

SEURLIANY UF STATE
TALLAHASSEE, FLORIDA

(present name)

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: (indicate article number(s) being amended, added or deleted)

ARTICLE 1 - NAME

The name of the Corporation is Chronic Care Management, Inc.

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: T	he date of each amendment's adoption: May 23, 2001	-
FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were 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 cast 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.	
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors) OR	
	(By an incorporator if adopted by the incorporators)	
	Ronald Rieth Typed or printed name	·
	Incorporator	
	Title	

· ,