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Tuesday, March 12, 2002

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Tim Burch, Document Specialist
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

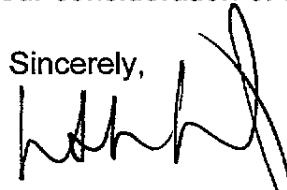
Re: Case: Rhodes Medical Products Inc.

Dear Mr. Burch:

Enclosed please find the "corrected" **Certificate of Amendment for Rhodes Medical Products, Inc.** which was recently executed by President, Steven L. Rhodes, D.C. and Secretary, W. Alan Winter, Esquire. Please file this document appropriately and send me confirmation of receipt and filing of this material change to the corporate records of Rhodes Medical Products, Inc.

I am enclosing my firm's check in the amount of \$35.00 for the required filing fee. Thanking you in advance for your consideration of this matter.

Sincerely,



W. Alan Winter, Esquire

WAW/rd
Enclosure: Certificate of Amendment
Cc: Dr. Rhodes

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF AMENDMENT FOR
RHODES MEDICAL PRODUCTS INC.**

Rhodes Medical Products Inc. a corporation of the State of Florida whose registered office is located at 2408 Pine Island Court, Jacksonville, Florida, 32224, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said corporation called for the purpose of amended the Articles of Incorporation, and held on February 21, 2002, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that **Article VI Directors** of the Articles of Incorporation is amended to read as follows:

Article VI Directors: The names and residence address of the board of directors is amended as follows:

1. Neil M. Olshefski, address of 14603 Beach Boulevard, Jacksonville, Florida, 32250 is deleted as a member of the board of directors.
2. Sean Matthew Rhodes, address of 2408 Pine Island Court, Jacksonville, Florida, 32224 is added as a member of the board of directors.


III. Election of Officers: The following amendments were made to the officers of Rhodes Medical Products, Inc.:

1. Neil M. Olshefski, 14603 Beach Boulevard, Jacksonville, Florida, 32250 is removed from office as Vice-President of Rhodes Medical Products, Inc.
2. Sean Matthew Rhodes, 2408 Pine Island Court, Jacksonville, Florida, 32224 is appointed as Vice-President of Rhodes Medical Products, Inc.

This Amendment was approved by a majority vote of the shareholders, to-wit, one-hundred percent (100 shares) of the votes were cast in favor of the amendment and the vote was sufficient for approval.

Signed in Jacksonville, Duval County, Florida on this 12 day of March, 2002

By: 
President: Steven L. Rhodes, D.C.

By: 
Secretary: W. Alan Winter, Esquire

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TALLAHASSEE, FLORIDA