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FLORIDA SECRETARY OF REVENUE
TALLAHASSEE, FLORIDA DIVISION OF REVENUE

C. Couliette APR 22 2003

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Pines Rehabilitation, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

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____ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

✓ ____ Art. of Amend. File _____

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____ Dissolution / Withdrawal _____

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✓ ____ Cert. Copy _____

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____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PINES REHABILITATION, INC.**

FILED
2003 APR 22 PM 1:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: Amendment #1 - The new President of the Corporation is Thomas Pierce, 8100 Royal Palm Blvd., Suite 106, Coral Springs, Florida 33065; Amendment #2 - The new Vice-President of the Corporation is Gladys Hoffman, 8100 Royal Palm Blvd., Suite 106, Coral Springs, Florida 33065; Amendment #3 - The new Secretary and Treasurer of the Corporation shall be Edgar Hoffman, 8100 Royal Palm Blvd., Suite 106, Coral Springs, Florida 33065; Amendment #4 - The directors of the Corporation shall be Thomas Pierce, Gladys Hoffman and Edgar Hoffman; Amendment #5 - The new registered agent for the Corporation shall be Gladys Hoffman, 8100 Royal Palm Blvd., Suite 106, Coral Springs, Florida 33065; and Amendment #6 - The new address of the Corporation shall be 8100 Royal Palm Blvd., Suite 106, Coral Springs, Florida 33065.

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:

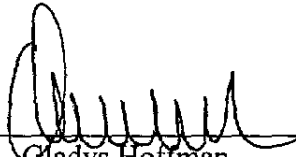
THIRD: The date of each amendment's adoption: **April 21, 2003.**

FOURTH: The amendments were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

Signed this 21st day of April, 2003.

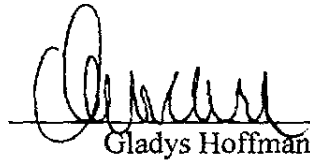
Pines Rehabilitation, Inc.

By: _____

A handwritten signature in cursive script, appearing to read 'Gladys Hoffman', written over a horizontal line.

Gladys Hoffman
Director

I hereby accept the obligations and responsibility of being the registered agent for Pines Rehabilitation, Inc.

A handwritten signature in cursive script, appearing to read 'Gladys Hoffman', written over a horizontal line.

Gladys Hoffman