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BASIC AMENDMENT

AMBIENT HEALTHCARE OF SOUTH FLORIDA, INC.

Certificate of Status	1
Certified Copy	3
Page Count	01
Estimated Charge	\$70.00

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**AMENDMENT TO ARTICLES OF INCORPORATION
OF
AMBIENT HEALTHCARE OF SOUTH FLORIDA, INC.**

I, the undersigned, GEORGE J. OVERMEYER, Vice President of AMBIENT HEALTHCARE OF SOUTH FLORIDA, INC., a corporation organized and existing under the laws of the State of Florida (hereinafter referred to as the "Corporation") hereby certify and affirm that the Corporation has duly adopted the following amendment to its Articles of Incorporation pursuant to § 607.1006:

1. The name of the Corporation is AMBIENT HEALTHCARE OF SOUTH FLORIDA, INC.

2. Article I of the Corporation's Articles of Incorporation is hereby amended to read as follows:

ARTICLE I - NAME

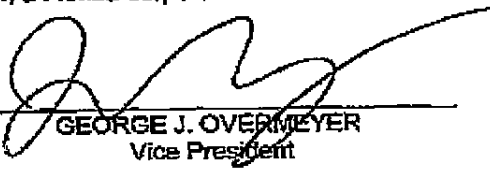
The name of this corporation is AMBIENT HEALTHCARE OF S. FLORIDA, INC.

3. A majority of the shareholders approved the Amendment on July 12, 2002.

4. The number of shares of the Corporation outstanding at the time of adoption was 1,000 shares of Common Stock. The Amendment was approved by 100% of the outstanding shares of common stock of the Corporation. Accordingly, the number of votes cast for the Amendment was sufficient for approval of the Amendment.

IN WITNESS WHEREOF, AMBIENT HEALTHCARE OF S. FLORIDA, INC. has caused this Amendment to the Articles of Incorporation to be signed and attested to by its duly authorized officer this 12 day of July, 2002.

**AMBIENT HEALTHCARE OF S. FLORIDA,
INC., a Florida corporation**

By: 

GEORGE J. OVERMEYER
Vice President

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