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AMEND TRES /11

Bay Management Group

Healthcare Resource Specialists
Management Solutions for Challenged Health Care Providen

Professional Medical Recoveries Medical Receivables Management

BayPharm institutional pharmacy

Bay Area Funding Medical and Commercial ARP anding

South Tampa Associates
Business Management Solutions

BayPEOpie
Health Care Professional Staffing Services
Bay Supply
Medical Supplies and Equipment

July 3, 2003

Division of Corporations P.O. Box 6327 Tallahassee, Florida 33626

RE: P02000130104

To Whom It May Concern:

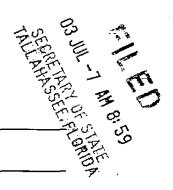
Enclosed in the Articles of Amendment to the Articles of Incorporation for Bay Health Services, Inc.

Should you have any questions, please contact me at 813-854-6272.

Sincerely,

Gina Butler

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



BAY HEALTH SERVICES, INCORPORATED

(present name)

P02000130104

(Document Number of Corporation (If known)

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 VII - OFFICERS AND/OR DIRECTORS OF THE CORPORATION:

PHILIP M. RAPPA, DIRECTOR, 14400 CARLSON CIRCLE, TAMPA, FL 33626

MARK JONAS, SECRETARY/TREASURER, 14400 CARLSON CIRCLE, TAMPA, FL 33626

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:

N/A

THIRD:	The date of each amendment's adoption: JULY 2, 2003
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.
iz	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 3RD day of JULY 2003
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)
	DIUI ID M. DADDA
	PHILIP M. RAPPA (Typed or printed name)
	Copes of printed name)
	DIRECTOR / INCORPORATOR
	(Title)