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From:

Account Name : ACR INDUSTRIES, INC.

Account Number: 070744001530 Phone: (305)358-2571 Fax Number: (305)373-7718 2003 MAY -8 PM 4: 11

BASIC AMENDMENT

UNIFIED PREPAID PHYSICIANS HEALTH NETWORK, INC.

RECFIVED
03 MAY -8 PM 2: 13
DIVISION OF CORPORATIONS

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HO3-189822

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

UNIFIED PREPAID PHYSICIANS HEALTH NETWORK, INC.

(Present Name of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted. ARTICLE 1: CHANGE NAME OF CORPORATION TO: UNIFIED PHYSICIANS PREPAID HEALTH NETWORK, 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:

THI	IRD: The date of each amendment's adoption: 5/08/ 03
FO	URTH: 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 board of directors without shareholder action and shareholder action was not required.
Z	The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.
SIG	NED THIS 8 DAY OF MAY, 2003. SIGNATURE:

(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

TYPED OR PRINTED NAME: GUSTAVO G. LEON JR. TITLE: INCORPORATOR HO3-189822