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BASIC AMENDMENT

PALM BEACH EMERGENCY MEDICINE ASSOCIATES, INC.

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

PALM BEACH EMERGENCY MEDICINE ASSOCIATES, INC.

The following provision of the Articles of Incorporation of PALM BEACH EMERGENCY MEDICINE ASSOCIATES, INC., a Florida corporation ("Corporation"), filed with the Department of State on February 12, 2004, Charter Number P04000029520 be, and it is hereby, amended as shown below:

1. Article VII of the Articles of Incorporation of this Corporation is amended by adding the following new sentence at the end of said Article VII:

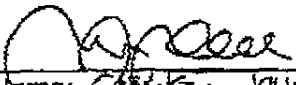
"The names and addresses of the Directors are as follows:

Caswell J. Rumba, M.D. 5301 S. Congress Avenue
Atlanta, FL 33462

Kenneth Schepke, M.D. 5301 S. Congress Avenue
Atlanta, FL 33462"

2. The foregoing amendment was adopted by a Corporate Action by all the Directors and all the Shareholders of this Corporation, dated July 7, 2004, effective as of February 15, 2004.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of July 7, 2004.

By: 
Print Name: Caswell John Rumba, M.D.
Its: President

Jeffrey L. Cohen, Esq. (Florida Bar #703968)
Strawn, Monaghan & Cohen, P.A.
84 N. E. Fourth Avenue
Delray Beach, FL 33483
(561) 278-9400

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