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Amend

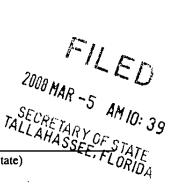
TB 3-7-08

COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: ER URGENT	CARE HOLDINGS, INC.	
DOCUMENT NUMBER:		
The enclosed Articles of Amendment and fee are	e submitted for filing.	
Please return all correspondence concerning this	matter to the following:	
MARK SOLOMON		
(Name of	Contact Person)	
er urgent care holdings inc.		
(Firm	/ Company)	
700 Ives Dairy Road		
(1	Address)	
North Miami Beach, FL. 33179		
•	te and Zip Code)	
For further information concerning this matter, p	lease call:	
Frank Blanco	at (305) 999-0220	
(Name of Contact Person)	(Area Code & Daytime 7	Telephone Number)
Enclosed is a check for the following amount:		
\$35 Filing Fee \$\bigcup \$43.75 Filing Fee &\bigcup Certificate of Status	S43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	\$52.50 Filing Fee Certificate of Statu Certified Copy (Additional Copy is enclosed)
Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address Amendment Section Division of Corporations Clifton Building 2661 Executive Center Circ Tallahassee, FL 32301	cle

Articles of Amendment Articles of Incorporation of



ER URGENT CARE HOLDINGS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

704 000 11 0513
(Document number of corporation (if known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")
AMENDMENTS ADOPTED - (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
1. Article 4 is hereby amended to read as follows:
The maximum number of shares of stock that the corporation is authorized to have
outstanding at any one time is Three Billion (3,000,000,000) Shares of common stock,
all of one class, having a par value of one cent (\$.01) per share. The consideration
to be paid for each share of stock shall be fixed by the board of Directors.
1
(Attach additional pages if necessary)
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: March 5,2008
Effective date if applicable: March 5,2008 (no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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.
The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
MARK SOLOMON (Typed or printed name of person signing)
President
(Title of person signing)

FILING FEE: \$35