P04000110513

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TALLAHASSEE, FLORIDA

Amend.
04/14/08
Dc

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: ER URGENT CARE HOLDINGS INC.

DOCUMENT NUMBER: P04000110513

The enclosed ***Articles of Amendment*** and fee are 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
(Address)

NORTH MIAMI BEACH, FL 33179
(City/ State and Zip Code)

For further information concerning this matter, please call:

Mark Solomon at (305) 999-0220
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☑ $35 Filing Fee
- ☐ $43.75 Filing Fee & Certificate of Status
- ☐ $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- ☐ $52.50 Filing Fee Certificate of Status 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 Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED
08 APR -8 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ER URGENT CARE HOLDINGS,INC.
(Name of corporation as currently filed with the Florida Dept. of State)

P04000110513
(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 ($.00001) per share. The consideration to be paid for each share of stock shall be fixed by the board of Directors.

On the record date of April 4, 2008, all issued and outstanding shares of common stock consolidate on a 1 for 20 basis. Fractional shares as a result of the stock consolidation shall be rounded up to the next whole share.

(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: April 4, 2008

Effective date if applicable: ______________________
(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