

Jul 10, 2008 2:47 PM BUSH ROSS, P.A. No. 3627 Page 1 of 1
P050000096675

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BUSH ROSS P A

NO. 3627 P. 3



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CHARLES BRONSON
COMMISSIONER OF
AGRICULTURE

June 23, 2008

John F. Black, President
Meridian Consulting, Inc.
P.O. Box 14989
Tallahassee, Florida 32317-4989

RE: Avahealth, Inc Amended Articles of Incorporation

Mr. Black,

Please be advised that the amended articles of incorporation for Avahealth, Inc. have been accepted by the Office of Insurance Regulation (Office) on June 20, 2008.

Per your request, attached are two stamped amended articles of incorporation. If you have any questions please feel free to contact me.

Thank you,

A handwritten signature in black ink, appearing to read "Donte A. Carter", is written over a horizontal line.

Donte' A. Carter

JUL 10 2008 2:42PM

BUSH ROSS P A

NO. 3627 P. 2

APPROVED

Facsimile Audit No.: H08000170075 3

JUN 20 2008

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
AVAHEALTH, INC.**

Decided by LP

AVAHEALTH, INC., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation (Florida Division of Corporations Document Number P05000096675), are hereby amended by deleting the present form of Article IV in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE IV

CAPITAL STOCK

The aggregate number of shares of stock authorized to be issued by this Corporation shall be 5,000,000 shares of common stock, each with a par value of \$1.00. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the Corporation upon liquidation or dissolution."

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendment recited in Section 1. above has been duly adopted in accordance with the provisions of §§607.0821, .0704, .1003 and .1006, *Florida Statutes*, the sole shareholder of the Corporation and all directors having executed a written action, dated effective December 31, 2007, manifesting their intention that this amendment be adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its Chief Executive Officer this 10th day of April, 2008.

AVAHEALTH, INC.

By Charles T. O'Neill
Charles T. O'Neill, Chief Executive Officer

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