

P07000089871

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2010 JUL 23 P 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend NC
Tleuro
7-23-10

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Willing Holding, Inc.

DOCUMENT NUMBER: P0700089871

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jon H. Klapper

Name of Contact Person

Willing Holding, Inc.

Firm/ Company

210 N. University Drive, Suite 810

Address

Coral Springs, FL 33071

City/ State and Zip Code

jklapper@valianthealthcare.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jon H. Klapper

Name of Contact Person

at (954)

755-5564

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$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

WILLING HOLDING, INC.
210 N. University Drive
Suite 810
Coral Springs, FL 33071

July 22, 2010

VIA OVERNIGHT MAIL

Florida Division of Corporations
Amendment Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

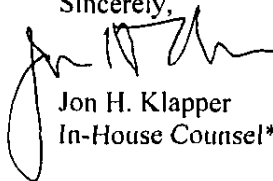
Re: Willing Holding, Inc./Amendment to Articles of Incorporation

Dear Sir/Madam:

On behalf of Willing Holding, Inc., enclosed are two originally executed Articles of Amendment to the Articles of Incorporation making numerous changes, including changing the corporate name to "Valiant Health Care, Inc.", along with a check for the filing fee of \$43.75. Our majority shareholder, Valiant ACMS, Inc. (f/k/a Valiant Healthcare, Inc.) has consented to our use of this corporate name (see enclosed separate filing from it).

Please do not hesitate to contact me at 954-755-5564 or jklapper@valianthealthcare1.com if you have any questions or need further assistance.

Sincerely,



Jon H. Klapper
In-House Counsel*

*Authorized House Counsel in FL
Admitted in GA and IN

Articles of Amendment
to
Articles of Incorporation
of

FILED

Willing Holding, Inc.

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

P0700089871

(Document Number of Corporation (if known))

2010 JUL 23 P 12: 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

A. If amending name, enter the new name of the corporation:

Valiant Health Care, Inc.

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

210 N. University Drive, Suite 810

Coral Springs, FL 33071

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

210 N. University Drive, Suite 810

Coral Springs, FL 33071

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

Steven Turner

New Registered Office Address:

210 N. University Dr., Suite 810

(Florida street address)

Coral Springs

(City)

Florida 33071

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
CH	Thomas L. DiStefano III	2910 NE 26th Ave. Boca Raton, FL 33434	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
D	Melissa K. Conner	3 Centerview Drive, Suite 240 Greensboro, NC 27407	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove
D	Aarif Dohad	210 N. University Drive, Suite 84 Coral Springs, FL 33071	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

F. 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:

(if not applicable, indicate N/A)

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
<u>P</u>	<u>Steven Turner</u>	<u>210 N. University Dr., Suite 810</u> <u>Coral Springs, FL 33071</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>VP</u>	<u>John Rowsell</u>	<u>210 N. University Dr., Suite 810</u> <u>Coral Springs, FL 33071</u>	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
<u>CFO</u>	<u>Angela C. Rodriguez</u>	<u>210 N. University Dr., Suite 810</u> <u>Coral Springs, FL 33071</u>	<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

F. 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:

(if not applicable, indicate N/A)

The date of each amendment(s) adoption: July 16, 2010

(date of adoption is required)

Effective date if applicable: on filing date

(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were adopted 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.

Dated July 22, 2010

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)

Steven Turner

(Typed or printed name of person signing)

President

(Title of person signing)