

P08000055294

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TALLAHASSEE, FLORIDA

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Winter Law Firm

PROFESSIONAL ASSOCIATION
310 THIRD STREET
NEPTUNE BEACH, FLORIDA 32266

W. ALAN WINTER
awinter@winterlawfirm.com

TELEPHONE (904) 242-0222
FAX (904) 242-7051

Wednesday, July 02, 2008

Director of Records Filing
Division of Corporations - Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

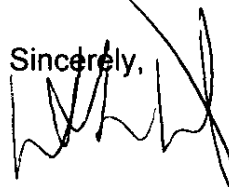
Re: MedBahn, Inc.

To the Director:

Enclosed please find the original **Amended Articles of Incorporation** and the **Acceptance by Registered Agent (as amended)** that needs to be filed as a corporate document as related to the original filed corporate document **P08000055204**. Our check reflects that two documents will be filed as amended by your office.

Once these original documents are filed and recorded with the Division of Corporations, please return the originals to this office for safekeeping. Thanking you in advance for your prompt consideration of this matter.

Sincerely,



W. Alan Winter, Esquire

WAW/rd
Enclosure:

Am Articles of Incorporation (original)
Accept by RA (original)
Filing fee
Return envelope w/ postage

Cc: Mr. Mr. Porcelli w/o enclosures



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 10, 2008

WINTER LAW FIRM PA
310 3 ST
NEPTUNE BEACH, FL 32266

SUBJECT: MEDBAHN, INC.
Ref. Number: P08000055294

We have received your document for MEDBAHN, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith
Document Specialist

Letter Number: 608A00040701

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**AMENDED ARTICLES OF INCORPORATION
Of
MEDBAHN, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as the current Director, President, Vice-President, Secretary and Treasurer of a corporation organized under the laws of Florida, hereby adopt(s) the following amendments to the Articles of Incorporation originally filed with the Secretary of State on June 05, 2008:

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is amended to be:

310 Third Street
Neptune Beach, Florida, 32266

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the corporation's first subsequent registered office and the name of its first subsequent registered agent as such address is amended to be:

W. Alan Winter, Esquire
The Winter Law Firm
310 Third Street
Duval County
Neptune Beach, Florida 32266


**ARTICLE VI
DIRECTORS**

The names and residence addresses of the person constituting the subsequent and current board of directors is:

Arthur R. Porcelli, III
President, Vice-President, Secretary and Treasurer
310 Third Street
Neptune Beach, Florida, 32266

Certification

I certify that I have read the above Amendments to the Articles of Incorporation and that they are true and correct to the best of my knowledge.



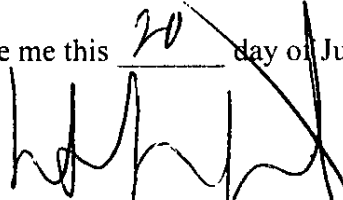
Arthur R. Porcell, III

Director, President, Vice-President, Secretary and Treasurer
310 Third Street
Neptune Beach, Florida, 32266

State of Florida
County of Duval

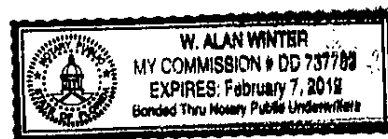
ss:

Subscribed and sworn to (or affirmed) before me this 20 day of June, 2008.



Notary Public – State of Florida

My Commission Expires:



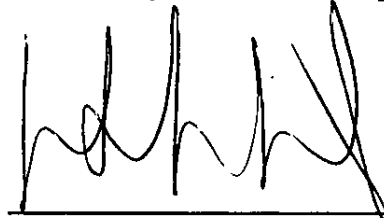
**ACCEPTANCE BY REGISTERED AGENT
FOR
MEDBAHN, INC.**

Having been named as the substituted registered agent to accept service of process for **Medbahn, Inc.** at the place designated in the Amended Articles of Incorporation of **Medbahn, Inc.** dated June 20, 2008, and as confirmed below, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

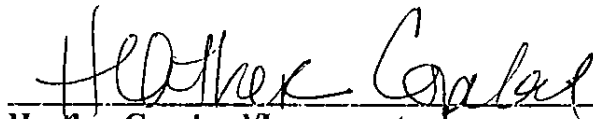
Name of Registered Agent: **W. Alan Winter, Esquire**

Address of Registered Agent: **The Winter Law Firm
310 Third Street
Duval County
Neptune Beach, Florida, 32266**

DATED in Neptune Beach, Duval County, Florida, on this 20 day of June, 2008.



W. Alan Winter, Esquire/Registered Agent



Heather Copeland/Incorporator

ACTION BY INCORPORATOR

The undersigned, **Heather Copeland**, being the sole incorporator of Medbahn, Inc. (the "Corporation"), in accordance with governing law, does hereby take the following action:

1. Heather Copeland resigns as President, Vice-President, Secretary and Treasurer of Medbahn, Inc., effective as of the date of this Action.
2. Heather Copeland resigns as Director of Medbahn, Inc., effective as of the date of this Action.
3. Heather Copeland resigns as Registered Agent of Medbahn, Inc., effective as of the date of this Action.
4. Heather Copeland consents to the substitution of and appointment of Arthur R. Porcelli, III as President, Vice-President, Secretary and Treasurer of Medbahn, Inc., effective as of the date of this Action.
5. Heather Copeland consents to the substitution of and appointment of Arthur R. Porcelli, III as Director of Medbahn, Inc., effective as of the date of this Action.
6. Heather Copeland consents to the substitution of and appointment of Arthur R. Porcelli, III as Registered Agent of Medbahn, Inc., effective as of the date of this Action.
7. Heather Copeland consents to the substitution and change of the principal place of business and mailing address from 320 Osceola Avenue, Jacksonville Beach, Florida, 32250 to 310 Third Street, Neptune Beach, Florida, 32266.
8. Heather Copeland consents to the amendment of the Electronic Articles of Incorporation for Medbahn, Inc. dated June 05, 2008.

The undersigned hereby elects the following persons to be directors of the corporation, to serve until the first annual meeting of stockholders or until their successors are elected and qualified: **Arthur R. Porcelli, III**.

The undersigned hereby waives all right, title and interest in and to any stock or property of the Corporation and any right in the management thereof arising out of or connected with performing duties as incorporator.

DATED in Neptune Beach, Duval County, Florida, on June 20, 2008.


Heather Copeland