

P10000083034

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REGIONAL PROFESSIONAL ALLIANCE, INC.**

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4/26/11

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
REGIONAL PROFESSIONAL ALLIANCE, INC.**

The undersigned, acting in his capacity as President of Regional Professional Alliance, Inc. (the "Corporation"), which Corporation was incorporated in the State of Florida on October 11, 2010, under Document No. P10000083034, on behalf of the Corporation, has executed this Amendment to Articles of Incorporation ("Amendment"), as unanimously approved and adopted by written consent of the Board of Directors pursuant to Florida Statutes Section 607.1005 of the Florida Business Corporation Act (the "Act").

A. The Corporation has not yet issued shares. The Board of Directors has unanimously voted to adopt this Amendment pursuant to Florida Statutes Section 607.1005 of the Act. Therefore, Article 1 of the Corporation's Articles of Incorporation is deleted in its entirety and is amended and restated as follows:

"ARTICLE V

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is 1,000 shares of Common Stock ("Common Stock"), \$.01 par value per share."

B. All other provisions of the Corporation's Articles of Incorporation shall remain in full force and effect, unaltered except as expressly provided above.

The foregoing Amendment to Articles of Incorporation of Regional Professional Alliance, Inc. was unanimously adopted by the Board of Directors of the Corporation on the 11th day of October, 2010. Shareholder action was not required for the adoption of this Amendment to Articles of Incorporation.

DATED this 30th day of October, 2010.

By: _____

Frederick R. Stanley, president