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BASIC AMENDMENT

MARY ANN FOURES, L.M.H.C., P.A.

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Amended & Restated  
Art. w/ NAME CHANGE  
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Florida Dept of State

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

September 13, 2005

MARY ANN FOURES, L.M.H.C., P.A.  
1845 LES CHATEAUX BLVD.  
#302  
NAPLES, FL 34109US

SUBJECT: MARY ANN FOURES, L.M.H.C., P.A.  
REF: P92000004378

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

A certificate must accompany the Restated Articles of Incorporation setting forth either of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendment requiring shareholder approval. OR (2) If the restatement contains an amendment requiring shareholder approval, the date of adoption of the amendment and a statement setting forth the following: (a) the number of votes cast for the amendment by the shareholders was sufficient for approval (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.

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Darlene Connell  
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*Corrected, please file with the dates  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**

**of**

**MARY ANN FOURÉS, L.M.H.C., P.A.**

Pursuant to Sections 607.1003 and 607.1007 of the Florida Business Corporation Act, MARY ANN FOURÉS, L.M.H.C., P.A., a Florida corporation (the "Corporation"), certifies that:

1. The name of the Corporation is MARY ANN FOURÉS, L.M.H.C., P.A.
2. The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety, effective as of the date of filing of these Amended and Restated Articles of Incorporation with the Department of State of the State of Florida, and were adopted on September 9, 2005 by the sole Director and sole Shareholder of the Corporation, to read as follows:

**ARTICLE I**  
**NAME**

The name of the corporation is: MARY ANN FOURÉS, L.M.H.C., INC. (the "Corporation").

**ARTICLE II**  
**PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida, including various medical diagnostic services.

**ARTICLE III**  
**CAPITAL STOCK**

The type, amount and value of the capital stock of the Corporation is:

Common	1,000 shares	Par Value \$10.00
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**ARTICLE IV**  
**TERM OF EXISTENCE**

The Corporation shall have perpetual existence.

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**ARTICLE V**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is 350 7<sup>th</sup> Street North, Naples Florida 34102.

**ARTICLE VI**  
**BOARD OF DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors. The number of members and the manner of election of the Board of Directors shall be regulated by the Bylaws of the Corporation.

**ARTICLE VII**  
**AMENDMENT**

These Articles of Incorporation may be amended in the manner prescribed by law.

**ARTICLE VIII**  
**BYLAWS**

The Bylaws may be amended, altered or rescinded as provided for in the Bylaws.

IN WITNESS WHEREOF, the undersigned has caused these Amended and Restated Articles of Incorporation to be executed this 9<sup>th</sup> day of September, 2005.

By Edward A. Morton  
Name: Edward A. Morton  
Title: CEO

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