



THE UNITED STATES
CORPORATION
COMPANY

P93000064721

ACCOUNT NO. : 072100000032

REFERENCE : 710003 118517A

AUTHORIZATION : *Patricia Pizeto*

COST LIMIT : \$ 43.75

Amend

ORDER DATE : May 25, 2000

ORDER TIME : 10:19 AM

ORDER NO. : 710003-005

200003266332--8

CUSTOMER NO: 118517A

CUSTOMER: Ms. Christy Young,
Fuller Holsonback & Bivins
Suite 2650
100 N. Tampa Street
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: PARAMOUNT DENTAL PLAN, INC.

EFFECTIVE DATE:

XX__ ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX__ CERTIFIED COPY

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

FILED
00 MAY 25 PM 12:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AdP
5/25/00

SECOND ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PARAMOUNT DENTAL PLAN, INC.

FILED
00 MAY 25 PM 12:34
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1003 of the Florida Business Corporation Act, Paramount Dental Plan, Inc. adopts these Second Articles of Amendment to Articles of Incorporation:

FIRST: The name of the Corporation is Paramount Dental Plan, Inc.;

SECOND: Article IV of the Corporation's Articles of Incorporation is deleted in its entirety and shall be replaced in its entirety by the following provision:

Article IV

CAPITAL STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding at any time is 100,000 shares of common stock having a par value of \$.01 per share. The Corporation is not authorized to issue fractional shares of its common stock. The consideration to be paid for each share of capital stock shall be fixed by the Board of Directors and may consist of any tangible or intangible property or benefit to the Corporation, including, but not limited to, cash, promissory notes, services performed, other securities of the Corporation, or promises to perform services for the Corporation that are evidenced by a written contract with a value, in the judgment of the Board of Directors, that is adequate. The Corporation has the right to purchase or otherwise acquire shares of its own capital stock to the extent provided by law, its Bylaws, the Articles of Incorporation, or any agreement duly executed on behalf of the Corporation.

THIRD: Articles V, IX, X, and XI of the Corporation's Articles of Incorporation are deleted in their entirety and Articles VI, VII, and VIII are renumbered as V, VI, and VII, respectively;

FOURTH: Paragraph 2.b. of the Corporation's Articles of Amendment to the Articles of Incorporation is deleted in its entirety;

FIFTH: The foregoing amendments to Articles IV, V, VI, VII, VIII, IX, X, and XI of the Corporation's Articles of Incorporation and amendment to paragraph 2.b. of the Corporation's Articles of Amendment to Articles of Incorporation were adopted and approved on May 15, 2000, by written consent of all of the shareholders of the

Corporation. The number of votes cast for the amendment by the shareholders was sufficient for the approval of the amendments; and

SIXTH: The foregoing amendments will become effective when these Second Articles of Amendment to Articles of Incorporation are filed with the Florida Department of State. When these Second Articles of Amendment to Articles of Incorporation become effective, each issued and outstanding share of the Corporation's common stock, no par value, will be reclassified into 800 fully paid and nonassessable shares of the new common stock having a par value of \$.01 per share.

EXECUTED: - 5.15, 2000

PARAMOUNT DENTAL PLAN, INC.

ATTEST:

DN182 -
Name: ALEXANDRA KAVOUKLIS
Secretary

By: [Signature] (Seal)
Name: NICHOLAS M. KAVOUKLIS
President

05/11/00 5:02pm --
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