ATTORNEYS AT LAW

O'Brien, Riemenschneider, Kancilia & Lemonidis

PROFESSIONAL ASSOCIATION

P94000006574

DIVISION OF CORPORATIONS Secretary of State 409 East Gaines Street Tallahassee, FL 32399 VIA AIRBORNE EXPRESS

Re:

Amendment and Merger Filings

500002211625--0 -06/13/97--01059--002 ******87.50 ******87.50

Dear Sir/Madam:

Enclosed is an original and one (1) copy of an Amendment to Articles of Incorporation of Melbourne Medical Group, P.A., changing its name to Omni Healthcare, P.A., together with check number 3353 in the amount of eighty-seven dollars and fifty cents (\$87.50) representing the filing fee and the fee for a certified copy.

Also enclosed are an original and one (1) copy of Articles of Merger for Melbourne Medical Laboratories, P.A. into Omni Healthcare, P.A., together with check number 3354 in the amount of one hundred twenty-two dollars and fifty cents (\$122.50) representing your filing fee and the return of a certified copy.

Please file the Amendment first and then the Articles of Merger, as the latter represents the merger of the amended entity with another. Please return the certified copies to me via the Airborne Express return envelope enclosed herewith. If you have any questions or problems, or require any additional information, please contact me. Thank you for your assistance.

Sincerely,

Jody Mosher

Legal Assistant

/jm

Enclosures

S'CORPOMNISECSTAT.LTR

AUDIT NUMBER

AMENDMENT TO ARTICLES OF INCORPORATION OF MELBOURNE MEDICAL GROUP, P.A.

Pursuant to the provisions of Chapter 607, Florida Statutes, and its Articles of Incorporation, the undersigned corporation adopts the following Amendment to its Articles of Incorporation, as originally filed with the Secretary of State of the State of Florida on January 18, 1994.

- I. The name of the Corporation is MELBOURNE MEDICAL GROUP, P.A.
- II. The following amendment to the Articles of Incorporation was adopted by the corporation:
 - A. Article I is hereby amended by altering it in its entirety so as to read:

"ARTICLE I - NAME

The name of this corporation shall be OMNI HEALTHCARE, P.A."

- III. The amendment to the Articles of Incorporation was adopted pursuant to written consent in lieu of a Meeting of all the Board of Directors and Shareholders duly considered and executed.
- IV. The above Amendment was adopted by all of the Shareholders and Board of Directors on the $\frac{3\nu^{3/2}}{2}$ day of April, 1997.

MELBOURNE MEDICAL GROUP, P.A.

By:

Scott/Seminer, M.D., President

Florida Bar No. 0381195
O'Brien, Riemenschneider,
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1686 West Hibiscus Blvd.
Melbourne, FL 32901
(407)728-2800
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AUDIT NUMBER