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FPA Medical Management, Inc.
Leading the Way In Managed Care

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2nd Floor
San Diego, CA 92122

Tel 619 453-1000
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August 8, 1997

VIA FEDERAL EXPRESS

Office of Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

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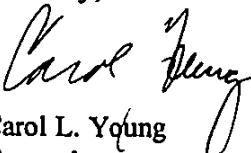
Re: Certificate of Amendment for
Sterling Medical Group, Inc.

Dear Madam/Sir:

I have enclosed one original and one copy of a Certificate of Amendment of Articles of Incorporation for the above-referenced entity and a check in the amount of \$87.50 to cover the \$35 filing fee and \$52.50 certified copy fee. Please return the certified copy to me in the enclosed Federal Express envelope.

Thank you for your assistance.

Sincerely,


Carol L. Young
Counsel

Enclosures
doc/Utr/Sec of State.FL

FILED
97 AUG -8 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
KEEP
8/18

**CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
STERLING MEDICAL GROUP, INC.,
a Florida corporation**

97 AUG -8 AM 9:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1001 of the Florida Business Corporation Act, the undersigned President and Secretary of Sterling Medical Group, Inc. (the "Corporation"), hereby amend its Articles of Incorporation, for which purpose the Corporation hereby submits the following statement:


1. Article I of the Articles of Incorporation shall be amended to read as follows:

ARTICLE I

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is **STERLING RADIOLOGY, INC.**

2. The amendment to the First Article of the Articles of Incorporation was adopted by the board of directors and the sole shareholder of the Corporation on August 4, 1997.
3. The total number of outstanding common shares entitled to vote is 100.
4. The total number of common shares voted in favor of the Amendment to the Articles of Incorporation is 100, with no shares voting against.

Dated as of August 4, 1997


Stephen J. Dresnick, M.D., President

ATTEST:


James A. Lebovitz, Secretary