

Certified Public Accountants

November 5, 1997

Secretary of State Division of Corporations P.O. BOX 6327 Tallahassee, FL 32314

Dear Sir:

Enclosed please find check in the amount of \$ 35.00 to cover the fee for the Articles of Amendment for Medical Services/U.S.A., Inc. We are amending the Articles to change the name of the corporation. Also note that we are waiving the Certified Copy for the above-mentioned corporation.

Please send the proper documents to my office at the address listed above.

Thank you.

Yours Truly,

Michele Smith

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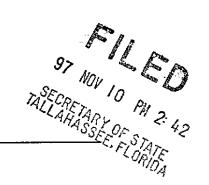
Enclosure

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SECRETARY OF STATE
TALLAHASSEE, FLORID,

NC Amend

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## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MEDICAL SERVICES/U.S.A., INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

THE M.S.I. GROUP, INC.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: NOVEMBER 1, 1997
FOURT	I: Adoption of Amendment(s) (CHECK ONE)
(	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Ţ	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient
	for approval byvoting group
- !	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 5 <sup>th</sup> of November, 19 97
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Signatu	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR .
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	JAMES F. FAICHNEY
	Typed or printed name
	PRESIDENT/DIRECTOR
	Title

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