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P95000041034

August 24, 2001

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-08/27/01--01115--005
*****87.50 *****87.50

Re: Articles of Amendment of Broward Plastic Surgical Associates, P.A.

Gentlemen,

Enclosed are the original and one copy of the Articles of Amendment of Broward Plastic Surgical Associates, P.A., together with a check in the amount of \$87.50 to cover the filing fee and certified copy fee. Please file the original articles of amendment and return a certified copy of the articles of amendment to me at your earliest convenience.

Thank you for your assistance in this matter.

Very truly yours,

Brady & Brady, P.A.

By:

Frank R. Brady
Frank R. Brady, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FRB/nb
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3p & Amend
**Cert Copy*

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF BROWARD PLASTIC SURGICAL ASSOCIATES, P.A.

Pursuant to the provisions of §607.1003, Florida Statutes and §607.1006, Florida Statutes the undersigned registered owner of all issued and outstanding shares of capital stock of BROWARD PLASTIC SURGICAL ASSOCIATES, P.A. (the "Corporation") does hereby execute, on behalf of the Corporation, the following Articles of Amendment to the Corporation's Articles of Incorporation, which amendment was approved by unanimous vote of the shareholders and directors of the Corporation on the 1ST day of September, 1999:

§1. Article Four is hereby amended to increase the aggregate number of shares of stock the Corporation is authorized to issue from 1,000 shares to 10,000 shares. In connection therewith, section 4.01 of the Articles of Incorporation is hereby deleted and replaced with the following new section 4.01, which shall read in its entirety as follows:

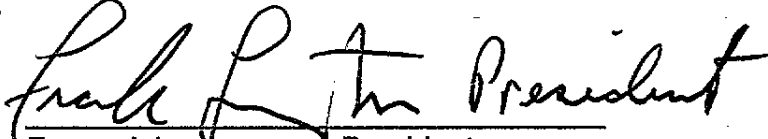
"4.01 The aggregate number of shares of capital stock which the corporation shall have the authority to issue is 10,000 shares of common stock having a par value of \$1 per share."

§2. The Articles of Incorporation, as hereby amended, shall remain in full force and effect in all other particulars.

§4. These Articles of Amendment have been adopted by unanimous consent of the registered owners of all shares of the Corporation's common stock, which is the only authorized class of stock of the Corporation, and the number of votes cast in favor of the amendments specified in these Articles of Amendment was sufficient for approval by said owners of the common stock.

§5. These Articles of Amendment have been approved by the unanimous consent of the board of directors of the Corporation as of the 1st day of September, 1999 and shall take effect immediately.

IN WITNESS WHEREOF, the undersigned, being all of the president of the Corporation, has hereunto set his hand in the name and on behalf of the Corporation this 1st day of September, 1999.


FRANK J. LOMAGISTRO, President

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**UNANIMOUS WRITTEN CONSENT OF THE SHAREHOLDERS OF
BROWARD PLASTIC SURGERICAL ASSOCIATES, P.A.
IN LIEU OF A MEETING**

Pursuant to the provisions of §§ 607.0704, Florida Statutes and the by-laws of BROWARD PLASTIC SURGERY ASSOCIATES, P.A. (the "Corporation"), the undersigned, being the registered owners of all shares of common stock of the Corporation, hereby memorialize and confirm their respective consent to the amendment of the Corporation's articles of incorporation and adopt the following preambles and resolutions in connection therewith:

WHEREAS, pursuant to section 607.1003, Florida Statutes a corporation's articles of incorporation may be amended by the registered owners of a majority of the corporation's stock; and

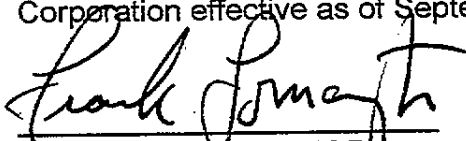
WHEREAS, the Company's articles of incorporation have heretofore been filed in the office of the Florida Secretary of State, and the registered owners of all issued and outstanding shares of capital stock have determined to amend the Company's articles of incorporation; and

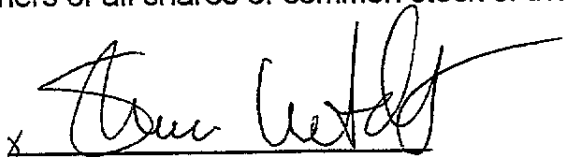
WHEREAS, having considered the amendments contained in the Articles of Amendment attached hereto, the said owners of all shares of capital stock of the Company have determined that the amendments therein contained are in the best interests of the Company.

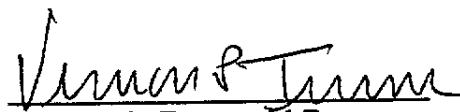
NOW, THEREFORE, BE IT RESOLVED that the attached Articles of Amendment of the Company's Articles of Incorporation be adopted and approved in their entirety.

BE IT RESOLVED, FURTHER, that the Articles of Incorporation, as amended by the attached Articles of Amendment, shall remain in full force and effect in all other particulars.

IN WITNESS WHEREOF, this unanimous written consent in lieu of a meeting has been signed by the undersigned registered owners of all shares of common stock of the Corporation effective as of September 1, 1999.


Frank J. Lomastro, M.D.


Steven Eisenstadt, M.D.


Vernon P. Turner, M.D.

FILED
09/06/99 7 PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA