4/22/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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:0: DIVISION OF CORPORATIONS FAX #: (904)922-4000

'ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

IAME: PSYCHSOLUTIONS NETWORK, INC. AUDIT NUMBER..... H97000006536

DOC TYPE..... BASIC AMENDMENT

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 23, 1997

PSYCHSOLUTIONS NETWORK, INC. 520 BRICKELL KEY DRIVE SUITE 0-305 MIRMI, FL 33131

SUBJECT: PSYCHSOLUTIONS NETWORK, INC.

REF: P95000088030

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refex the complete document, including the electronic filing cover sheet.

Please list the capacity of the person signing the amendment under their signature.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris Corporate Specialist FAX Aud. #: H97000006536 Letter Number: 197A00020725 4/22/97

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FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305) 541-3694

FAX #: (305)541-3770

NAME: PSYCHSOLUTIONS NETWORK, INC. AUDIT NUMBER...... 197000006536

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97 APR 23 AM

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

PSYCHSOLUTIONS NETWORK, INC. 195000 280305

The undersigned, directors, of Psychsolutions Network, $\overrightarrow{\triangleright}$ Inc. $\overline{\varphi}$ a Corporation organized under the laws of the State of Florida certify that:

- 1. Amendment adopted: Article IV Authorized Shares The aggregate number of shares which the Corporation shall have authority to issue shall be 10,000 shares of voting common stock with \$1.00 par value share.
- The date of adoption of the above amendment is Wednesday,March 26, 1997.
- 3. The undersigned are the directors of the Corporation. The amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

The amendment has been effected pursuant to the Laws of the State of Florida Statutes 607.1005 and 607.1006 and upon a proper corporate resolution authorizing the execution and filing of a certificate of amendment.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this 26th day of March, 1497

Arthur Bregman, Firector/President

SWORN TO AND SUBSCRIBED before me this 26th day of March, 1997 by Arthur Bregman, the Director of the Corporation above described, personally known to me, or who presented as evidence of identity and who took an oath.

INSTRUMENT PREPARED BY:
Stephen A. Freeman, Esq.
FREEMAN, BUTTERMAN & HABER
520 Brickell Key Dr., 0-305
My Commission Expires:
Miami, Florida 33131
FBN - 146795
305 - 374 - 3800

OFFICIAL NOTARY SEAL
H ARISTONDO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CYZZATY

EMPTRE CORPORATE KIT

Notary Public

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CONSENT ACTION OF THE DIRECTORS
AND SHAREHOLDERS
OF PSYCHSOLUTIONS NETWORK, INC.

The undersigned, being the Directors and Shareholders of Psychsolutions Network, Inc., a corporation incorporated and operating under the laws of the State of Florida (the "Corporation"), hereby consent to the adoption of the following resolution, this instrument to have the same force and effect as if the actions herein referred to had been taken at a timely called and duly held meeting of the Board of Directors, and direct that this written consent to such actions be filed with the minutes of the proceedings of the Board of Directors of the Corporation:

RESOLVED, that effective as of the date hereof the articles of the Corporation be amended to reflect Article IV thereof, to read as follows:

"The aggregate number of shares which the Corporation shall have authority to issue shall be 10,000 shares of voting common stock with \$1.00 par value share."

Dated: This 26th day of March, 1997.

Michael Felsher

William Allen

H97000006536