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ACKNO
W.P. Verma

REQUEST TAKEN CONFIRMED APPROVED
DATE 4/10/97
TIME 2:30
BY CD
CK No. _____

WALK-IN
Will Pick Up _____

11-2320-7 PONDERB INC., THOMASVILLE, GA.

RE: Arthritis And Rheumatic
Disease Specialites
P.A.

C.C. FEE. DISBURSED

Capital ExpressSM
Art. of Inc. File
Corp. Record Search **100002151031--7**
-04/22/97--0108--013
Ltd. Partnership File
Foreign Corp. File ***96.25 ***96.25
() Cert. Copy(s)

Art. of Amend. File
Dissolution/Withdrawal
C U S - After Admtd.
Fictitious Name File

_____ Name Reservation
 _____ Annual Report/Reinstatement
 _____ Reg. Agent Service
 _____ Document Filing

Corporate Kit
Vehicle Search
Driving Record
Document Retrieval

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 _____ File No.'s, _____ Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prep. _____
 FAX () _____ pgs. _____

SUBTOTALS _____

FEE.....\$

DISBURSED..... \$

SURCHARGE..... \$

TAX on corporate supplies..... \$

SUBTOTAL..... \$

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 10% per Annum.

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A.

FILED
97 APR 10 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The corporation whose Articles of Incorporation are amended by these Articles of Amendment was originally incorporated pursuant to Chapter 621, Florida Statutes, effective February 1, 1996 under Document No. P96000010392.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the Articles of Amendment to the Articles of Incorporation of ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A. (the "Corporation") are as follows:

1. The name of the Corporation is Arthritis and Rheumatic Disease Specialties, P.A.
2. The Articles of Amendment to the Articles of Incorporation were adopted by the sole director and the sole shareholder of the Corporation on April 8, 1997, in the manner prescribed by Section 607.1003, Florida Statutes, as follows:

RESOLVED, that Article I and Article II of the Articles of Incorporation of the Corporation are hereby authorized to be amended in their entirety to read as follows, effective April 10, 1997:

ARTICLE I - NAME

The name of the corporation shall be Arthritis and Rheumatic Disease Specialties, Inc. (the "Corporation"), and its principle place of business, unless and until relocated, shall be located at 4651 Sheridan Street, Suite 400, Hollywood, Florida 33021.

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

3. The foregoing Articles of Amendment to the Articles of Incorporation of Arthritis and Rheumatic Disease Specialties, P.A. shall be effective as of April 10, 1997.

CORPORATION:

ARTHRITIS AND RHEUMATIC
DISEASE SPECIALTIES, P.A.

Date: April 8, 1997

By: *Gilbert Drozdow*
Gilbert Drozdow
President and Secretary

STATE OF FLORIDA

)

) ss:

COUNTY OF BROWARD

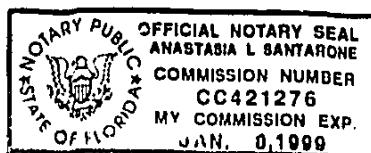
)

I HEREBY CERTIFY that on this date the foregoing document was acknowledged before me by GILBERT DROZDOW, President and Secretary of ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A. (the "Corporation"), who is personally known to me or who has produced _____ as identification and who did/did not take an oath. He executed the foregoing Articles of Amendment to the Articles of Incorporation of the Corporation in his capacity as President, sole shareholder and sole director of the Corporation, pursuant to a written consent of the sole shareholder and sole director of the Corporation, dated April 8, 1997, adopting the foregoing Articles of Amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Broward County, Florida, this 8th day of April, 1997.

My Commission Expires:


Anastasia L. Santarone
Anastasia L. Santarone
Notary Public, State of Florida at Large



CERTIFICATE OF OFFICER

GILBERT DROZDOW, President and Secretary of ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A., certifies as follows:

1. the foregoing Articles of Amendment to the Articles of Incorporation of ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A. were adopted pursuant to a written consent of the sole shareholder and the sole director, dated April 8, 19967, to be effective as of April 10, 1997; and,
2. I am the sole shareholder and the sole director of the Corporation and have executed the foregoing Articles of Amendment to the Articles of Incorporation on behalf of the Corporation.


Gilbert Drozdow
President and Secretary

**CORPORATE ACTION BY THE SOLE SHAREHOLDER
AND SOLE DIRECTOR OF
ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A.
WITHOUT A MEETING**

The undersigned, being the sole shareholder and sole director of ARTHRITIS AND RHEUMATIC DISEASE SPECIALTIES, P.A. (the "Corporation"), a corporation organized and existing under the laws of the State of Florida, does hereby unanimously agree, consent to, adopt and order the following corporate action, without a meeting, without prior notice, and without a vote:

1. The undersigned waives all formal requirements, including the necessity of holding a formal meeting, and any requirement that notice of the meeting be given.
2. The following resolutions are hereby adopted and approved, effective as of April 10, 1997:

RESOLVED, that the Corporation's Articles of Incorporation be specifically amended, as of April 10, 1997, in the form of the Articles of Amendment to the Articles of Incorporation, attached to this action as Exhibit A; and,

FURTHER RESOLVED, that the sole officer of the Corporation is authorized to do all things that are necessary or appropriate to cause the Articles of Amendment to the Articles of Incorporation authorized in this action to become effective.

The Sole Shareholder and sole Director has executed this Corporate Action as of April 8, 1997, for the purpose of giving his consent to it.

SOLE SHAREHOLDER AND DIRECTOR:



Gilbert Drozdow