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Division of Corporations
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From:

Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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BASIC AMENDMENT

MIDWESTERN RAILWAY CO., INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 16, 1999

MIDWESTERN RAILWAY CO., INC.
205 WORTH AVENUE, SUITE 201
WORTH AVENUE BUILDING
PALM BEACH, FL 33480

SUBJECT: MIDWESTERN RAILWAY CO., INC.
REF: P96000023605

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

THE CORPORATE NAME ON THE LAST PAGE (CERTIFICATE OF REGISTERED AGENT) IS INCORRECT.

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 (850) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H99000031759
Letter Number: 199A00059147

MISTAKE



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 15, 1999

MIDWESTERN RAILWAY CO., INC.
205 WORTH AVENUE, SUITE 201
WORTH AVENUE BUILDING
PALM BEACH, FL 33480

SUBJECT: MIDWESTERN RAILWAY CO., INC.
REF: P96001023605

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

Please indicate the date of adoption of the amended and restated articles by the shareholders.

Please indicate the mailing address of the director.

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 a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 299A00058753

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AMENDED AND RESTATED ARTICLES OF INCORPORATION

These Amended and Restated Articles of Incorporation were adopted effective December 14, 1999 by the Corporation's Board of Directors and shareholders pursuant to section 607.1007, Florida Statutes. Each amendment set forth in these Amended and Restated Articles of Incorporation was approved by the shareholders by a vote sufficient for approval of the amendment. These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation, as amended.

Article I. Name

If no old name is listed below, the name of this Florida corporation has not been changed. If the current/new name listed below differs from the old name, the current/new name will become effective upon the filing of this document.

Current/New Name: Island Critical Care Corp.

Old Name: Midwestern Railway Co., Inc.

Article II. Address

The mailing address of the Corporation is:

Island Critical Care Corp.
205 Worth Avenue, Suite 201
Worth Avenue Building
Palm Beach FL 33480

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TALLAHASSEE, FLORIDA

Article III. Board of Directors

The name of each member of the Corporation's Board of Directors is:

J. Paul Hines

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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Article IV. Capital Stock

The Corporation shall have the authority to issue 50,000,000 shares of common stock, par value \$.001 per share.

Article V. Registered Agent

The name and address of the registered agent of the Corporation is:

J. Paul Hines
205 Worth Avenue, Suite 201
Worth Avenue Building
Palm Beach FL 33480

Article VI. Corporate Existence

The corporate existence of the Corporation will begin effective upon the filing date of the original Articles of Incorporation.

The undersigned executed these Amended and Restated Articles of Incorporation on the date shown below.

Midwestern Railway Co., Inc.
Island Critical Care Corp.

By: 
J. Paul Hines

Name: J. Paul Hines

Title: Chairman and President

Date: December 13, 1999

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(305) 672-0686

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SENT BY:

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

Island Critical Care Corp.

REGISTERED AGENT/OFFICE:

J. Paul Hines
205 Worth Avenue, Suite 201
Worth Avenue Building
Palm Beach FL 33480

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



J. PAUL HINES

Date: December 13, 1999

Corporate Creations International Inc.
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