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Scion Capital Corporation 5200 Blue Lagoon Drive Suite 890 Miami, Florida 33126 (305) 263-8199

March 8, 1999

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

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Re: Amendment to Articles of Incorporation of Scion Capital Corporation

To Whom It May Concern:

Scion Capital Corporation (the "Corporation") has changed the name of the Corporation to Scion Cardio-Vascular, Inc. As required pursuant to Florida Statute 607.1006, enclosed for your information and filing are the following:

- 1. Articles of Amendment to Articles of Incorporation of Scion Capital Corporation changing the name to Scion Cardio-Vascular, Inc., and signed by Stephen Chakoff, President of the Corporation.
- 2. Written Consent to Action executed by all of the directors and the sole shareholder of the Corporation.
- 3. A check for thirty-five dollars (\$35) payable to the Department of State to cover the filing fee for the articles of amendment.

If you have any questions or require any additional information, please let us know.

Stephen Chakoff

President

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IN SERVICE SERVICE

FILED

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

SCION CAPITAL CORPORATION

Pursuant to the provisions of Section 607.1006 of the Flordia Statutes, Scion Capital Corporation (the "Corporation") adopts these Articles of Amendment to its Articles of Incorporation:

I.

The name of the corporation is Scion Capital Corporation.

II.

Article I of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

ARTICLE I - NAME

The name of the Corporation is Scion Cardio-Vascular, Inc. (hereinafter called the "Corporation").

This Amendment to the Articles of Incorporation was duly adopted pursuant to Section 607.1003 of the Florida Business Corporation Act by the resolution of the Directors and Sole Shareholder of the Corporation on the 8th day of March, 1999.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 8th day of March, 1999.

Scion Capital Corporation

Stephen Chakoff, President

SCION CAPITAL CORPORATION WRITTEN CONSENT TO ACTION BY SOLE SHAREHOLDER AND ALL DIRECTORS

Pursuant to Sections 607.1006 and 607.0704 of the Florida Business Corporation Act, the undersigned, being the sole shareholder and all of the directors of Scion Capital Corporation, a Florida corporation (the "Corporation"), hereby consent to and approve the following action in lieu of holding a special meeting:

RESOLVED, that ARTICLE I of the Articles of Incorporation of the Corporation is amended to read as follows:

ARTICLE I - NAME

The name of the Corporation is Scion Cardio-Vascular, Inc.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent to Action this 8th day of March, 1999.

Directors: Lemen M		
Melvin Levinson, M.D.	 	
Thy Latel	\$	
Stephen Chakoff		

Sole Shareholder:

Scion International, Inc.

Stephen Chakoff, President