

Division of Corporations

Page 1 of 1

P96000041145

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000074920 9)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : CARLTON FIELDS
Account Number : 076077000355
Phone : (813) 223-7000
Fax Number : (813) 229-4133

EXPIRATION DATE
06/28/01

FILED STATE
SECRETARY OF CORPORATIONS
2001 JUN 19 PM 4:54

RECEIVED
01 JUN 19 PM 3:39
DIVISION OF CORPORATIONS

BASIC AMENDMENT

DYNAMIC HEALTHCARE TECHNOLOGIES, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amendment

Electronic Filing Menu

Corporate Filing

Public Access Help

06-20-01

DC

H01000074920 9

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
DYNAMIC HEALTHCARE TECHNOLOGIES, INC.**

Pursuant to Sections 607.1003 and 607.1006
of the Florida Business Corporation Act

FILED STATE
SECRETARY OF CORPORATIONS
2001 JUN 19 PM 4:54

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, Dynamic Healthcare Technologies, Inc., a Florida corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE I
Name

EFFECTIVE DATE
06/28/01

The name of the Corporation is Dynamic Healthcare Technologies, Inc.

ARTICLE II
Amendment

The first paragraph of Article VI of the Articles of Incorporation shall be deleted in its entirety and shall be replaced with the following:

"The Corporation is authorized to issue Forty Million (40,000,000) shares of Common Stock at \$.01 par value per share. The Corporation is authorized to issue Ten Million (10,000,000) shares of Preferred Stock, at \$.01 par value per share, in such series and variations in the relative rights and preferences, including voting rights, if any, between such series as the Board of Directors shall determine. Upon filing of these Articles of Amendment each three shares of Common Stock, \$.01 par value per share, of the Corporation then issued and outstanding or held in the treasury of the Corporation automatically shall be combined into one (1) share of Common Stock of the Corporation. There shall be no fractional shares issued. Fractional shares shall be rounded to the next whole share."

ARTICLE III
Date of Adoption

The amendment was adopted on the 7th day of June, 2001.

ARTICLE IV
Manner of Adoption

H01000074920 9

Richard A. Denmon, Esq.

Carlton Fields, P.O. Box 3329, Tampa, FL 33601

Ph: 813-223-7000; Fax: 813-229-4133; Fla. Bar No. 848190

H01000074920 9

The Board of Directors of the Corporation reviewed, considered, and at a meeting duly called and held on May 11, 2001, the Board of Directors unanimously duly adopted the foregoing amendment ("Recapitalization Amendment"), and declared the Recapitalization Amendment to be advisable and recommended and presented the same to the Corporation's stockholders for approval. On June 7, 2001, at a duly called meeting of the Board of Directors at which a quorum was present, the Board of Directors voted to effect the Recapitalization Amendment, subject to receipt of requisite shareholder approval thereof. Thereafter, at the annual stockholders meeting the Corporation's stockholders duly approved the Recapitalization Amendment on June 7, 2001. The number of votes cast in favor of the Recapitalization Amendment by the stockholders of the Corporation was sufficient for approval of the Recapitalization Amendment. Accordingly, the Recapitalization Amendment has been authorized by all appropriate action under the Florida Statutes.

ARTICLE V
Effective Time

These Articles of Amendment shall become effective on June 28, 2001, at 5:01 p.m. Eastern Standard Time.

IN WITNESS WHEREOF, Dynamic Healthcare Technologies, Inc. has caused this Recapitalization Amendment to its Articles of Incorporation to be signed by Christopher Assif, its Chief Executive Officer, on this 13 day of June, 2001.

DYNAMIC HEALTHCARE TECHNOLOGIES, INC.

By: 
Christopher Assif, Chief Executive Officer

H01000074920 9

TPA#1691339.01