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STEVEN A. WAGNER

MEMBER: FLORIDA AND  
DISTRICT OF COLUMBIA BARS

TELEPHONE: (954) 764-7466  
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September 9, 1999

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

SENT VIA FEDERAL EXPRESS  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

RE: *Ambucare, Inc.*

ATTENTION: Amendment Department

To Whom It May Concern:

Attached hereto please find the original and one (1) copy of the Articles of Amendment to Articles of Incorporation with Exhibit/Attachment, of the above proposed Florida Profit Corporation. Also enclosed please find a Officer/Director's Resignation. Pursuant to your fee schedule, enclosed is this office's trust account check in the amount of \$78.75, reflecting payment of the Filing Fee for Articles of Amendment (\$35.00), filing fee for Resignation of Officer/Director and Certified Copy fee for the Articles of Amendment with exhibit/attachment (\$8.75). **Please return said certified copy and all accompanying documents to my attention at the following address:**

STEVEN A. WAGNER, P.A.  
633 S.E. THIRD AVENUE, SUITE 302  
FORT LAUDERDALE, FLORIDA 33301

Should any additional information be required, please do not hesitate to contact me at the above listed address. Thank you for your prompt attention to this matter.

Very truly yours,

  
STEVEN A. WAGNER, ESQ.

SAW:is

Enc.

NC Amend  
9-17-99  
WWS

FILED  
99 SEP 10 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-09/10/99--01075--007  
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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
AMBUCARE, INC.

**FILED**  
99 SEP 10 PM 3:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to it's Articles of Incorporation:

FIRST: The Amendments adopted:

1. **OFFICERS and DIRECTORS** - Pursuant to the resignation attached hereto and marked as Exhibit "A", DEBBIE BOUDREAUX is hereby deleted as an Officer (Secretary/Treasurer) of the corporation.

2. **ARTICLE I - NAME** - The name of the corporation shall be AMBUCARE, INC.

Is hereby amended and changed to read as follows:

**ARTICLE I - CORPORATE NAME** - The name of this corporation is **AMBUCARE INFUSION, INC.**

SECOND: The foregoing amendment was duly adopted by the Directors on September 1<sup>st</sup>, 1999.

THIRD: No exchange, reclassification, or cancellation of issued shares are required as a result of this amendment.

FOURTH: The Amendment was adopted by Resolution of the Directors without shareholder action and shareholder action was not required.

In witness whereof, the undersigned Director of this corporation has executed these Articles of Amendment on September 1<sup>st</sup>, 1999.

  
LARRY BOUDREAUX, Director

### OFFICER/DIRECTOR RESIGNATION

I, DEBBIE BOUDREAUX, having sold all my right, title, and interest in all my shares of stock in AMBUCARE, INC., a corporation organized under the laws of the State of Florida, hereby tender this my full and complete resignation from my position as Secretary/Treasurer of Ambucare, Inc. and affirm that the corporation has been notified in writing of my resignation.

Debbie Boudreaux  
DEBBIE BOUDREAUX, Secretary/Treasurer