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NATIONAL BEHAVIORAL CONSULTANTS, INC.

1700 E. Olas Boulevard
Suite 102
Ft. Lauderdale, Florida 33301

September 15, 1997

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-09/23/97--01095--002
*****35.00 *****35.00

Department of State
Division of Corporations..
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Filing of Articles of Amendment - National Behavioral Consultants, Inc

Dear Sir or Madam:

Please file the enclosed Articles of Amendment for **National Behavioral Consultants, Inc.**
The filing fee of \$35.00 is enclosed.

Thank you for your assistance in this matter.

Sincerely,

Ernest N. Burson

Ernest N. Burson
Chairman/President

Enclosure
cc: file

FILED
97 SEP 23 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me
9/29
N/C
send

**ARTICLES OF AMENDMENT
OF
NATIONAL BEHAVIORAL CONSULTANTS, INC.**

FILED
97 SEP 23 AM 9:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the Articles of Incorporation of National Behavioral Consultants, Inc. ("Corporation") are hereby amended as follows:

1. ARTICLE I is hereby amended to read as follows:

ARTICLE I. NAME

The name of the corporation is

NBC HEALTHCARE, INC.

2. ARTICLE V is hereby amended to read as follows:

ARTICLE V. CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is ten million (10,000,000) shares, all of which shall be common shares with \$1.00 par value.

3. The foregoing amendment was adopted on September 15, 1997.

4. The following shareholders of the Corporation were entitled to vote separately on the amendment, and the number of votes cast for the amendment by each shareholder was as follows:

Shareholder	Number of Affirmative Votes	Percentage
Ernest N. Burson	75	100%
Total	75	100%

The number of votes cast for the amendment was sufficient for approval by the shareholders.

IN WITNESS WHEREOF, we the undersigned have executed these Articles of Amendment, this _____ day of September, 1997.

Ernest N. Burson
Ernest N. Burson
President

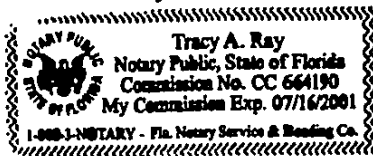
Joy H. Stritikus
Joy H. Stritikus
Secretary

STATE OF FLORIDA :

COUNTY OF BROWARD :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Ernest N. Burson, to me known to be the person described as President in the foregoing Articles of Amendment, and he acknowledged before me that he executed said Articles of Amendment.

WITNESS my hand and official seal this 16th day of September, 1997.



Tracy A. Ray
Tracy A. Ray
Notary Public
State of Florida

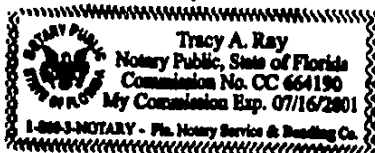
My Commission Expires: 7/16/2001

STATE OF FLORIDA :

COUNTY OF BROWARD :

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Joy H. Stritikus, to me known to be the person described as Secretary in the foregoing Articles of Amendment, and she acknowledged before me that she executed said Articles of Amendment.

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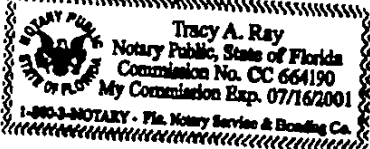
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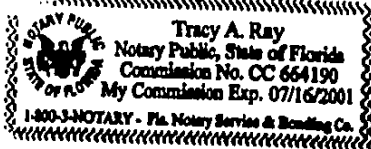
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