



THE UNITED STATES
CORPORATION
COMPANY

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FILED
SEP - 8 AM 8:36
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 520987 10184A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : September 8, 1997

ORDER TIME : 9:25 AM

ORDER NO. : 520987-005

CUSTOMER NO: 10184A

CUSTOMER: Harold S. Eskin, Esq
Patterson Eskin & Ball
1201 Cape Coral Parkway

Cape Coral, FL 33904

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09/08/97--01006--004
*****35.00 *****35.00

Name
Change

Amended

DOMESTIC AMENDMENT FILING

NAME: ALAN L. TANNENBAUM, M.D., INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS: _____

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ARTICLES OF AMENDMENT
FOR
ALAN L. TANNENBAUM, M.D., INC.

FILED
97 SEP -8 AM 8:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being all of the current Shareholders, Directors and Officers of the Corporation, for the purposes of amending the Articles of Incorporation of the Corporation pursuant to the laws of the State of Florida, do hereby adopt the following amendments to the following articles respectively:

ARTICLE I:

The name of the incorporation is hereby amended as follows:

ALAN L. TANNENBAUM, M.D., P.A.

ARTICLE II: Section E will be added as follows:

This Corporation is being established under Florida Statute Section 621 as a Professional Association for the purposes set forth above permitted by said statute.

ARTICLE IV:

The post office address and principle office of the Corporation is amended to be as follows:

523 Cape Coral Parkway, Cape Coral, FL 33904

ARTICLE VII:

The general office of the Corporation is located at:

523 Cape Coral Parkway, Cape Coral, FL 33904

Until further election the sole Director of the Corporation shall be as follows: ALAN L. TANNENBAUM

ARTICLE VIII:

Names and Address of the persons who will serve as its Officers are as follows:

President/Treasurer/Secretary
Vice President

ALAN L. TANNENBAUM
11710 Rosemount Dr.
Fort Myers, FL 33913

ARTICLE IX:

The meeting of the Board of Directors to be held immediately following the annual meeting of the Stockholders, at the same place. The Executive Officers of the Corporation shall be: President, Vice President, Secretary and Treasure. The office of any one or more may be held by the same person. Such Executive Officers shall be elected by the Board of Directors at each annual meeting held as aforesaid. The board of Directors shall have the power to fill any vacancy in the board of Directors, or any other office.

ARTICLE XI:

The names and post office addresses of the sole subscriber of these Articles of Incorporation and the stated number of shares that each shall own are as follows:

Alan L. Tannenbaum
11710 Rosemount Drive
Ft. Myers, FL 33913

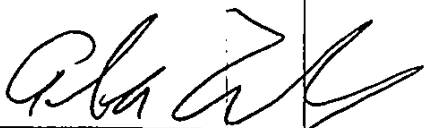
1,000 SHARES

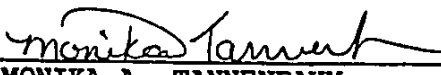
All previous shares issued shall be returned to the Corporation and be re-issued in the name referenced above.

This Amendment is being adopted on the 1st day of July 1997, but shall be effective retro-active to the date of original incorporation.

This Amended has been adopted by all the existing Shareholders of the Corporation as acknowledged below as indicated by the name of the existing Shareholder and the number of shares of stock previously issued to said Shareholder.

IN WITNESS WHEREOF, I have hereunto set my hands and seals on this the 12 day of August 1997.


ALAN L. TANNENBAUM
Shareholder, Director,
President & Treasurer


MONIKA A. TANNENBAUM
Shareholder, Director, Vice
President & Secretary

STATE OF FLORIDA
COUNTY OF LEE

Be it remembered that on the 12 day of Aug, 1997,
personally appeared before me, the undersigned, officer authorized
to administer oaths and take acknowledgements, Alan L. Tannenbaum
and Monika A. Tannenbaum, to me well known and known to me to be
the individuals described in and who signed and executed the
foregoing Amendment to Articles of Incorporation, and they
acknowledged and declared that they did make, subscribe, and
acknowledge the foregoing Amendment to Articles of Incorporation,
and by one's voluntary acts and deeds, and the thing set forth are
true and correct.

Mary G Turner
NOTARY PUBLIC

My Commission Expires:



Mary G Turner
My Commission CC632478
Expires March 24, 2001

I hereby consent to the adoption of these amendments.

Alan L. Tannenbaum
Alan L. Tannenbaum

Monika A. Tannenbaum
Monika A. Tannenbaum

15 Aug 97
Mary G Turner
NOTARY PUBLIC

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