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Division of Corporations

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BASIC AMENDMENT
ANCHOR HEALTH CENTERS, P.A.

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AMEND
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANCHOR HEALTH CENTERS, P.A.**

Document Number: P96000075933

Pursuant to the authority of the Florida Business Corporation Act and the Florida Professional Service Corporation and Limited Liability Company Act, the undersigned hereby adopts the following Articles of Amendment to its Articles of Incorporation:

**Article I
Name of the Corporation**

The name of the corporation is Anchor Health Centers, P.A. (the "Corporation").

**Article II
Amendment to Shares**

Article V of the Articles of Incorporation shall be amended to read in its entirety as follows:

**ARTICLE V
Shares**

The Corporation shall have the authority to issue Two Million Ten Thousand (2,010,000) Shares of Common Stock, One Cent (\$0.01) par value per share. Such authorized Common Stock shall be divided into two classes designated as Class A Common Stock and Class B Common Stock, with Class A Common Stock consisting of Ten Thousand (10,000) shares and Class B Common Stock consisting of Two Million (2,000,000) shares. The relative rights, privileges, and limitations of the Class A Shares and Class B Shares shall be in all respects identical, share for share, except that:

(a) The holders of Class A Common Stock shall have the voting rights described in the Corporation's Bylaws; however, the holders of Class B Common Stock shall not have voting rights, except as otherwise provided by applicable Florida law;

(b) The holders of Class B Common Stock shall not be entitled to dividends;
and

(c) Upon dissolution and liquidation of the Corporation, the assets of the Corporation, or the proceeds from the sale thereof, to the extent sufficient therefor, shall, except as otherwise provided in a written agreement among the shareholders of the Corporation, be applied and distributed in the following order and priority:

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(i) First, to the payment and discharge of all of the debts and liabilities of the Corporation;

(ii) Second, an amount up to, but not exceeding, one dollar (\$1.00) per share for each issued and outstanding share of Class B Common Stock to the holders thereof in proportion to their shares of Class B Common Stock; and

(iii) The balance, if any, to the holders of Class A Common Stock in proportion to their shares of Class A Common Stock.

Article III
Adoption of Amendments

The foregoing amendment to the Articles of Incorporation of the Corporation were duly adopted and approved by the shareholders and directors of the Corporation on May 31, 2005. The number of votes cast for the amendment by the shareholders and directors of the Corporation were sufficient for approval of such amendment.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to be executed by its duly authorized officer as of this 20th day of June, 2005.

ANCHOR HEALTH CENTERS, P.A., a
Florida professional service corporation

By: 
Kenneth Courington, President

Attest:


Larry Albert, Secretary

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