



THE UNITED STATES
CORPORATION
COMPANY

P96000089846

FILED
SEP 22 1999
TALLAHASSEE, FLORIDA
PM 1:05

ACCOUNT NO. : 072100000032

REFERENCE : 382677 4329325

AUTHORIZATION :

Patricia Pzyt

COST LIMIT : \$ 43.75

ORDER DATE : September 22, 1999

ORDER TIME : 11:49 AM

ORDER NO. : 382677-005

CUSTOMER NO: 4329325

CUSTOMER: Scott Glazier, Esq
Brant Moore Macdonald & Wells,
P. O. Box 4548

Jacksonville, FL 32201-4548

name
change
amend

000002993970--9

DOMESTIC AMENDMENT FILING

NAME: MEDICAL-ENTREPRENEURIAL
DEVELOPMENT GROUP, INC.

EFFECTIVE DATE:

PLEASE FILE FIRST

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 SEP 22 PM 12:57

RECEIVED

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jamela Abaied

EXAMINER'S INITIALS:

ASR
9/23/99

*02250, 00721, 00672



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 22, 1999

RESUBMIT

Please give original
submission date as file date.

CSC
1201 Hays Street
Tallahassee, FL 32301

SUBJECT: MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC.
Ref. Number: P96000089846

We have received your document for MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC. and the authorization to debit your account in the amount of \$43.75. However, the document has not been filed and is being returned for the following:

Our records indicate the current name of the entity is as it appears on the enclosed computer printout. Please correct the name throughout the document.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 899A00046480

RECEIVED
09 SEP 23 AM 11:27
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF

MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC.

FILED
99 SEP 22 PM 1:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

These Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC., and in connection therewith, the undersigned officers, acting upon authority of the Board of Directors of MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC., and upon authority of all of the shareholders of this Corporation, hereby set forth as follows:

1. The name of this Corporation is MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC.
2. The Articles of Incorporation of MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC. have been amended by deleting Article I in its entirety and by substituting in lieu thereof the following Article:

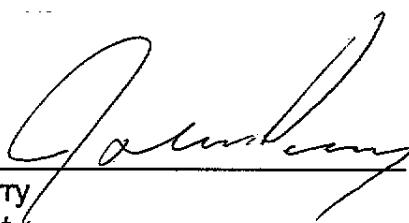
"ARTICLE I - NAME

The name of this Corporation is M-EDG OF JACKSONVILLE, INC."

3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors on September 21, 1999, and written consent to the said Amendment was given on September 21, 1999, by the holders of all of the shares entitled to vote comprising the only voting group in accordance with Florida Statute Section 607.0704 and by the holders of a majority of the shares entitled to vote thereon in accordance with Florida Statutes Section 607.0704. The number of votes cast for the Amendment by the stockholders is sufficient for approval of the Amendment by all voting groups of the Corporation.

4. Upon the filing of these Articles of Amendment by the Department of State, the above referred to amendment shall become effective and the Articles of Incorporation of MEDICAL-ENTREPRENEURIAL DEVELOPMENT GROUP (M-EDG), INC. shall be deemed to be amended accordingly.

DATED this 21 day of September, 1999.



John Perry
President