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FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: SUPERIOR HEALTH CARE, INC.

AUDIT NUMBER.....H97000002535

DOC TYPE.....BASIC AMENDMENT

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TALLAHASSEE, FLORIDA

H 97000002535

ARTICLES OF AMENDMENT
TO
THE ARTICLES OF INCORPORATION
OF
SUPERIOR HEALTH CARE, INC.

P97000002149

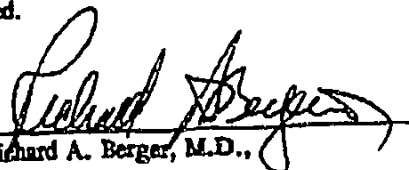
The undersigned persons, being all of the members of the Board of Directors of Superior Health Care, Inc., a Florida corporation (the "Corporation"), for the purpose of amending the Articles of Incorporation of the Corporation, hereby certify pursuant to Section 607.1006 of the Florida Business Corporation Act that:

1. The name of the Corporation is Superior Health Care, Inc.
2. Article I of the Articles of Incorporation of the Corporation is amended in its entirety to read as follows:

ARTICLE I.

The name of the Corporation shall be: INTEGRATED MEDICAL
SERVICES OF THE FLORIDA PHYSICIANS, INC. (the "Corporation").

3. The foregoing amendments were adopted by the members of the Board of Directors of the Corporation by Written Consent dated February 12, 1997. Since the Corporation has not yet issued shares, shareholder approval is not required.


Richard A. Berger, M.D.,
Director


Bruce L. Boros, M.D.,
Director

Prepared by: Dawn Lankford Bowling, P.A.
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Miami, Florida 33131

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WRITTEN CONSENT
OF
THE SHAREHOLDERS AND DIRECTORS
OF
SUPERIOR HEALTH CARE, INC.

THE UNDERSIGNED, being all of the members of the Board of Directors of Superior Health Care, Inc., a Florida corporation (the "Corporation"), pursuant to Section 607.0821 of the Florida Business Corporation Act, do hereby consent that the resolutions set forth below shall be deemed to have been adopted to the same extent and to have the same force and effect as those adopted in a formal meeting of the Corporation's Board of Directors and shareholders, duly called and held for the purpose of acting upon proposals to adopt such resolutions:

WHEREAS, the shareholders and the members of the Board of Directors of the Corporation deem it to be in the best interests of the Corporation to amend the Articles of Incorporation of the Corporation to change the name of the Corporation from Superior Health Care, Inc. to Integrated Medical Services of the Florida Keys, Inc.

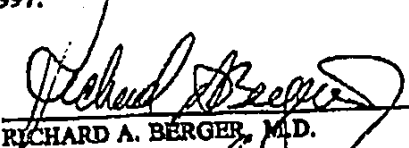
NOW, THEREFORE, BE IT RESOLVED, that the appropriate officers of the Corporation are authorized, empowered and directed to cause to be prepared, executed and filed Articles of Amendment to the Articles of Incorporation of the Corporation to amend and restate ARTICLE I as follows:

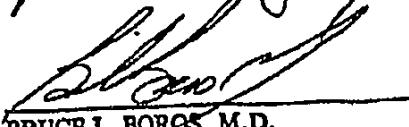
ARTICLE I.

The name of the Corporation shall be: INTEGRATED MEDICAL
SERVICES OF THE FLORIDA KEYS, INC. (the "Corporation").

FURTHER RESOLVED, that all actions taken on behalf of the Corporation by the officers and directors in connection with the foregoing resolutions are hereby ratified, confirmed and approved in all respects.

IN WITNESS WHEREOF, the undersigned has executed this Written Consent of the and Directors as of the 12 day of February, 1997.


RICHARD A. BERGER, M.D.


BRUCE L. BORQS, M.D.

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