8/05/98

FLORITA DIVISION OF COMPONATIONS SILLIF ACCESS TYSTEM ELECTRONIC FILLING COVER SHEET (((H98000014547 7)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PROFESSIONAL MEDICAL BILLING, INC.

AUDIT NUMBER..... H98000014547
DOC TYPE......BASIC AMENDMENT

CERT. OF STATUS...0

PAGES..... 4
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FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 6, 1998

PROFESSIONAL MEDICAL BILLING, INC. 8740 N. KENDALL DRIVE., STE 109 MIAMI, FL 33176

SUBJECT: PROFESSIONAL MEDICAL BILLING, INC.

REF: P97000018948

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H98000014547 Letter Number: 798A00041040



H98000014547

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION



PROFESSIONAL MEDICAL BILLING, INC .

(अस्त्रदारे व्यापट)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted. (indicate article number(s) being amended, added or deleted)

ARTICLE VII

IS HEREBY AMENDED TO READ AS FOLLOWS: THE NAME AND ADDRESS OF THE BOARD OF DIRECTORS & OFFICERS OF THIS CORPORATION SHALL BE:

> TERESA M. AYALA PRESIDENT/SECRETARY 8740 N. KENDALL DRIVE (STE. 109) MIAMI, FL 33176

CHANGE OF REGISTERED AGENT

REGISTERED AGENT HAS APPOINTED:

TERESA M. AYALA 8740 N. KENDALL DRIVE (STE. 109) MIAMI, FL 33176

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

RAMSAN PROFESSIONAL SERVICES

5849 W. FLAGLER STREET

Miami, Florida 33144

Phone: (305) 261-3225

Esther F. Alvarez-Accountant

THIRD: The date of each amendment's adoption:

AUGUST 5, 1998

EMPIRE CORP

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St:60 8661-90-504

H98000014547 FOURTH: Adoption of Amendment(s) (CHECK ONE)

X	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups: The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were
	sufficient for approval by
	voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 5 of AUGUST 19 98
	Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR.
	(By an incorporator if adopted by the incorporators)
	TERESA M. AYALA
	Lyped or printed name
	PRESIDENT
	Title

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CERTIFICATE OF DESIGNATION REGISTERED OFFICE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

REGISTERED AGENT

TERESA M. AYALA 8740 N. KENDALL DRIVE (STE. 109) MIAMI, FL 33176 (305) 595-6077

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