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March 18, 1997

Florida Department of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-03/20/97-0083-014
*****35.00

FILED
97 MAR 20 AM 10:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: NATIONAL SLEEP CONSULTANTS, INC.

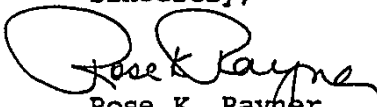
Dear Sirs:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of the subject corporation. Please file the original and return a copy to the undersigned in the enclosed envelope.

Also enclosed is a check in the amount of \$35 to cover your filing fee.

Thank you for your assistance in this matter.

Sincerely,


Rose K. Rayner
Legal Assistant to
Patrick F. Healy, Esq.

/rr
Enclosures

cc: Michael B. Miller, M.D.

INCORPORATION\MISCELLANEOUS\PROFSLEE

NCORP
3/25

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
NATIONAL SLEEP CONSULTANTS, INC.

FILED
97 MAR 20 AM 9:51
SECRETARY OF STATE
TREASURER, FLORIDA

Pursuant to the provisions of Sections 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its Articles of Incorporation.

FIRST: Amendment adopted:

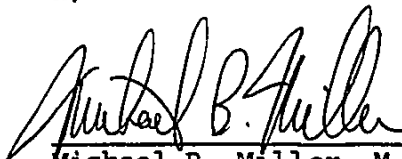
ARTICLE I is amended to read as follows:

The name of the corporation is PROFESSIONAL SLEEP ASSOCIATES, INC.

SECOND: The date of the amendment adopted is March 6, 1997.

THIRD: The amendment was approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

SIGNED this 18th day of March, 1997.



Michael B. Miller, M.D.
Chairman of the Board of Directors