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FLORIDA DIVISION OF CORPORATIONS

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FROM: GASSMAN & CONETTA, P.A.
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CONTACT: ALAN S GASSMAN

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(813) 443-5829

NAME: NEW LIFE HEART CENTERS OF AMERICA, INC.

AUDIT NUMBER.....H97000014191

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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**ARTICLES OF AMENDMENT OF
NEW LIFE HEART CENTERS OF AMERICA, INC.**

THE UNDERSIGNED, ALAN S. GASSMAN, being the Vice President and Assistant Secretary, of NEW LIFE HEART CENTERS OF AMERICA, INC., does hereby certify that the following Amendment to the Articles of Incorporation of NEW LIFE HEART CENTERS OF AMERICA, INC. was approved by the Stockholders of said Corporation on the 27th day of August, 1997, at a duly called meeting of the Stockholders and Directors of the Corporation.

The Articles of Incorporation of NEW LIFE HEART CENTERS OF AMERICA, INC. are hereby amended as follows:

1. Article I is hereby deleted and the following is inserted in lieu thereof:

ARTICLE I

1. The name of the Corporation shall be NICORE GENESIS, INC.
2. All amendments included herein were adopted effective August 27, 1997 pursuant to Section 607.1004, F.S., and there is no discrepancy between the Corporation's Articles of Incorporation as theretofore amended other than the inclusion of these amendments and the omission of matters of historical interest.
3. This Amendment has been approved by unanimous consent of all of the Shareholders of the Corporation who are entitled to vote effective the 27th day of August, 1997.
4. This Amendment shall be effective upon its filing with the Secretary of State, State of Florida.

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(813) 442-1200
Florida Bar #: 371750

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IN WITNESS WHEREOF, the undersigned do hereunto set their hands this 27th day of August, 1997.

NICORE GENESIS, INC.

By:  (SEAL)
ALAN S. GASSMAN
Vice President

ATTEST:  (SEAL)
ALAN S. GASSMAN
Assistant Secretary

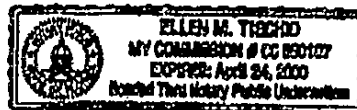
STATE OF FLORIDA)
COUNTY OF PINELLAS)

ON THIS 27th day of August, 1997 before me Ellen M. Tischer (name of notary) the undersigned notary, personally appeared ALAN S. GASSMAN, known to me, or who produced _____ as identification, and who did take an oath, to be the person whose name is subscribed to the above instrument, and being informed of the contents of said instrument, acknowledged that he voluntarily executed the same for the uses and purposes herein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public

My Commission Expires:
Hiday@newlifeheart.com
sent 8-26-97



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