

P97000038534

1/06/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: MAGNA MED CORP.

AUDIT NUMBER.....H97000018543

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

PAGES..... 4

CERT. COPIES.....1

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TALLAHASSEE, FLORIDA

Name
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11-7-97

11/06/97

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 7, 1997

MAGNA MED CORP.
2307 DOUGLAS ROAD, SUITE 200
MIAMI, FL 33145

SUBJECT: MAGNA MED CORP.
REF: P97000038534

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.

Please correct the name of the corporation on line one of the document. The name Insurance Services International, Corp. should be replaced with Magna Med Corp.

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. #: H97000018543
Letter Number: 697A00053882

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DIVISION OF CORPORATIONS
P.01/05

447000018543
AMENDMENT TO ARTICLES OF INCORPORATION OF
MAGNA MED CORP.

Article I of the Certificate of Incorporation of Magna Med Corp.,
a Florida corporation, is hereby amended to read henceforth as follows:

ARTICLE I
Name

The name of this corporation shall be:

MAGNA ADMINISTRATIVE SERVICES, INC.

I hereby certify that the above amendment to the Certificate of Incorporation of
MAGNA MED CORP., was approved by the Board of Directors and Stockholders of the
corporation at a Joint Meeting of the Board of Directors and Shareholders duly held on the
4th day of November, 1997.

IN WITNESS WHEREOF, the undersigned officers, pursuant to the approval and
authority given by the Board of Directors and Stockholders, have set their hands and
affixed the corporate seal.

MAGNA MED CORP., a Florida
corporation


BY: Rafael Arias
President

STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

I HEREBY CERTIFY that this 4th day of November, 1997, personally
appeared before me, officers duly authorized to administer oaths and take acknowledge,
Rafael Arias, to me well known and known to me to be the individual(s) described in and
who executed the foregoing instrument as President **Magna Med Corp.**, a Florida
corporation, and acknowledged before me that HE executed such instrument as President
of said corporation, and that the seal affixed to said instrument is affixed by due and regular
corporate authority, and that said instrument is the free act and deed of said corporation,
and HE did take an oath.

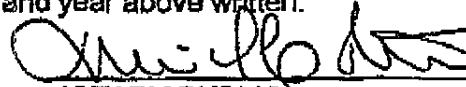
PREPARED BY: Rosario P. Duncan, Esq.
1320 S. Dixie Highway, Sixth Floor
Coral Gables, FL 33146
(305) 668-5100
FLA. BAR NO.: 239909

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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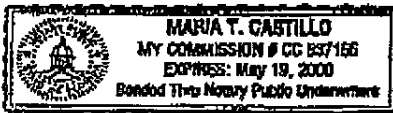
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at Coral Gables, Florida, the day and year above written.



NOTARY PUBLIC

State of Florida at Large

My Commission Expires:



This Instrument prepared by:

Rosario P. Duncan, Esq.
1320 S. Dixie Highway
Sixth Floor
Coral Gables, FL 33146
Fla. Bar No.: 239909

Worddoc/corp/amertrnagn

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CERTIFICATE AS TO RESOLUTIONS

I, **Rosa M. Menendez**, Secretary of **MAGNA MED CORP.**, being first duly sworn and deposed hereby certify as follows:

At a Joint Meeting of the Shareholders and Board of Directors of the Corporation, duly and regularly held in accordance with the Corporation's Bylaws on November 4, 1997, at which a quorum as prescribed by law and the by-laws of the Corporation was present and voting throughout, the following recitals and resolutions were unanimously adopted and the same have not been revoked, cancelled, annulled or amended in any manner and are in full force and effect on the date of this Certificate:

RESOLVED, to amend Article I of the Certificate of Incorporation to read as follows:

ARTICLE I

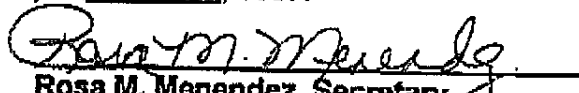
Name

The name of this corporation shall be:

MAGNA ADMINISTRATIVE SERVICES, INC.

FURTHER RESOLVED, that the Shareholder and the Board of Directors hereby empower the officers of the Company to do all necessary acts and execute all necessary documents required to implement the above resolutions.

IN WITNESS WHEREOF, this Certificate has been signed and the seal of the Corporation has been affixed hereto this 4th day of November, 1997.


Rosa M. Menendez, Secretary
(SEAL)

SWORN TO and SUBSCRIBED before me this 4th day of November, 1997, by **ROSARIO P. DUNCAN**, who is personally known to me or who produced n/a as identification, at Miami, Dade County, Florida.


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:

Worldoc/corplcertmagn

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