THE UNITED STATES 97 SEP -5 MI 11: 25 CORPORATION ACCOUNT NO. : 072100000032 519445 4336650 REFERENCE : AUTHORIZATION COST LIMIT ORDER DATE: September 5, 1997 ORDER TIME : 10:15 AM ORDER NO. : 519445-005 CUSTOMER NO: 4336650 **344**0002289 CUSTOMER: Mr. David Garcia Baker & Mckenzie Suite 1600 701 Brickell Avenue Miami, FL 33131 DOMESTIC AMENDMENT FILING NAME: MEDICORP ACQUISITION CORP. EFFICTIVE DATE: XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORT PLEASE RETURN THE FOLLOWING A \_ CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

EXAMINER'S INITIALS:

CONTACT PERSON: Andrea C. Mabry /

## ARTICLES OF AMENDMENT

TO

# ARTICLES OF INCORPORATION

OF

# MEDICORP ACQUISITION CORP.

Pursuant to the provisions of Section 607.1006 of the Florida Business Corpora undersigned Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- The name of the corporation is MEDICORP ACQUISITION CORP. (the "Corporation"). 1.
- In order to change the name and address of the Corporation, Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

## "ARTICLE I

#### NAME

The name of this corporation is Medical Acquisition Corp. (hereinafter called the "Corporation"). The address of the principal office and the mailing address of the Corporation is 201 S. Biscayne Blvd., Suite 3000, Miami, Florida 33131."

- The amendment to the articles of incorporation effecting the name and address change shall be effective as of 12:01 a.m., EST, on September 5, 1997.
- The amendment was adopted by the sole incorporator of the Corporation without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned incorporator of the Corporation has executed these Articles of Amendment this 4th day of September, 1997.

MEDICORP ACQUISITION CORP.

Sole Incorporator