

Document Number Only

P97000070240

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

800002836258--2

-04/12/99--01098--008

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Information Management Corp.

Change name TO: ATLAS Healthcare, Inc

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☒ Amendment N/C

☐ Merger

☐ Dissolution/Withdrawal

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☐ Certified Copy

☐ Photo Copies

☐ CUS

☐ Call When Ready

☐ Call if Problem

☐ After 4:30

☒ Walk In

☒ Pick Up

☐ Mail Out

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|-------------------|
| Name Availability |
| Document Examiner |
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| Verifier          |
| Acknowledgment    |
| W.P. Verifier     |

PLEASE RETURN EXTRA COPIES  
FILE STAMPED

JEFFREY D. BUTTERFIELD



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

*WALK-IN  
Pickup*

April 12, 1999

CT CORPORATION SYSTEM  
JEFFREY D. BUTTERFIELD  
TALLAHASSEE, FL

SUBJECT: INFORMATION MANAGEMENT CORP.  
Ref. Number: P97000070240

We have received your document for INFORMATION MANAGEMENT CORP. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The document must have original signatures.

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) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 499A00018380

*ATTN ↑  
Please Back and  
Thank you!*

RECEIVED  
99 APR 14 PM 1:19  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
INFORMATION MANAGEMENT CORP.  
Amendment No. 1

**FILED**  
99 APR 12 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit Corporation adopts the following articles of amendment to its Articles of Incorporation:

- FIRST: The name of Corporation is Information Management Corp.
- SECOND: The Corporation was originally incorporated on August 13, 1997.
- THIRD: The Articles of Incorporation are hereby amended to effect the following:
- a) Article I of the Articles of Incorporation is hereby amended to change the name of the Corporation to Atlas Healthcare, Inc.
  - b) Article II of the Articles of Incorporation is hereby amended to change the address of the Company to 701 Brickell Avenue Suite 3120, Miami, Florida 33131.
  - c) Article III of the Articles of Incorporation is hereby amended to change the name of the registered agent to Michael Riley and the address of said registered agent to 701 Brickell Avenue Suite 3120, Miami, Florida 33131.
  - d) Articles V of the Articles of Incorporation is hereby amended as follows:

The Corporation shall have the authority to issue 50,000,000 shares of Common Stock, par value \$.0001 per share. The Corporation shall have the authority to issue 10,000,000 shares of Preferred Stock, \$.0001 par value per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors.

The 28,076,000 shares of Common Stock, par value \$.0001 per share, issued and outstanding as of the date of the filing of this Amendment to the Articles of Incorporation are hereby changed into an aggregate of 9,358,666.67 shares of Common Stock, par value \$.0001 per share at the reverse stock split rate of one-for-3 whereby each 3 shares of the Corporation's issued and outstanding Common Stock will be changed into one share of new Common Stock. Any holder of a share of Common Stock who by reason of such reverse split would have been entitled to receive a fraction of a share of Common Stock, will receive instead an amount of cash equal to the closing bid price of a share of Common Stock as reported by the National Quotation Bureau on the trading day immediately preceding the effective date hereof, multiplied by the number of shares of Common Stock that could have otherwise been exchanged for such fractional interest.

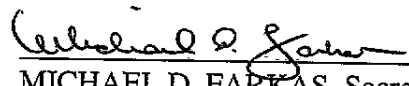
FOURTH: The date of adoption of this Amendment was March 15, 1999.

FIFTH: The amendment was approved by the written consent of a majority of the issued and outstanding shares of Common Stock of the Company entitled to vote. The number of votes cast for the amendment was sufficient for approval.

Signed this 15<sup>th</sup> day of March, 1999.

Signatures:

  
MICHAEL RILEY, Chairman

  
MICHAEL D. FARKAS, Secretary

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF  
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED  
IN THIS CERTIFICATE, 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 RELATIVE TO THE PROPER AND COM-  
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT  
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

X SIGNATURE BY: 

(Registered Agent)

X DATE 4-12-99

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

CR2F045 (7-91)

FILING FEE: \$35.00