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November 26, 1997

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Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

RE: Aphco Medical Services, Inc.

Dear Sir:

Enclosed are the original and one (1) copy of Articles of Amendment to the Articles of Incorporation of the above-referenced proposed corporation.

Please file the Articles of Amendment, indicate the filing on the enclosed copy, and return the copy to the undersigned.

Also enclosed is our firm's check in the amount of \$35.00 to cover the filing fee.

Sincerely,

Barbara Buchanan

Barbara S. Buchanan

Paralegal

VS DEC 8 1997

N/C

bsb
Enclosures

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97 DEC 11 AM 10:08
FILED
TALLAHASSEE FLORIDA
SECRETARY OF STATE

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
APHCO MEDICAL SERVICES, INC.

FILED
97 DEC -1 AM 10:08
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, Audrey J. Cornu, President of APHCO MEDICAL SERVICES, INC., a Florida corporation, (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is APHCO MEDICAL SERVICES, INC.

ARTICLE SECOND: The Amendment to the Articles of Incorporation of the Corporation effected by these Articles of Amendment is that ARTICLE I of the current Articles of Incorporation is amended to provide as follows:

ARTICLE I - NAME

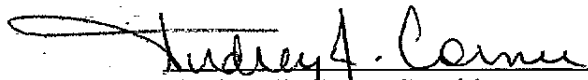
The name of the Corporation shall be:

U.S. MEDICAL NETWORK, INC.

ARTICLE THIRD: The Amendment to the Articles of Incorporation of the Corporation reflected in ARTICLE SECOND hereof was duly adopted by the shareholders of the corporation by unanimous written consent, executed on November 20th, 1997, in accordance with Section 607.0704 of the Florida Business Corporation Act.

ARTICLE FOURTH: The effective date of these Second Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, Audrey J. Cornu, President of the Corporation, has hereunto set her hand this 20 day of November, 1997.


Audrey J. Cornu, President