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JULIE FULMER McKELLAR
GENERAL LAW

January 26, 1998

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

Re: Clinical Information Services, Inc.

Dear Corporate Records:

We are enclosing the original and one copy of the Articles of Amendment of Clinical Information Services, Inc. Please file the original and return a copy to our office.

We have also enclosed our firm's check payable to you in the amount of \$35.00 for the filing fee.

Please call or write our office if anything further is required.

Sincerely,


Mark E. Clements

MEC/jeh
Enclosures
cc: Anthony Martorana

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98 JAN 29 AM 11:15
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****35.00 *****35.00

VS FEB 3 1998

Amend

ARTICLES OF AMENDMENT
OF
CLINICAL INFORMATION SERVICES, INC.

FILED
98 JAN 29 AM 11:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Section 607.1006 and Florida Statutes Section 607.1005, the Articles of Incorporation of the above-named Corporation are hereby amended as follows:

1. Article III is hereby amended to now read as follows:

ARTICLE III. CAPITAL STOCK

The maximum numbers of shares of stock that this corporation is authorized to have outstanding at any one time is Seven Thousand Five Hundred (7,500) shares, divided into two classes. The designation of each class, the number of shares of each class, and the par value of the shares of each class, are as follows:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
A	3,750	\$1.00
NV	3,750	\$1.00

The preferences, limitations, and relative rights in respect of the shares of each class, are as follows: Class A shall have unlimited voting rights. Class NV shall have no voting rights. Class A and Class NV are entitled to receive the net assets of the corporation upon dissolution. The consideration to be paid for each share shall be as fixed by the board of directors and may take the form of services rendered, cash, property or any other form with a value, in the judgment of the directors, equivalent to or greater than the full par value of the shares.

Prior to purchase by any new purchaser or holder of any class of stock, if such stock or securities are issued for cash, a shareholder of any class of stock of this corporation (be it a shareholder of the same class or a different class from the proposed issue) shall be entitled as of right to purchase or subscribe for additional shares of the shareholder's ownership of the respective class of stock(s) (ie. a holder of

voting class may purchase voting class stock and a holder of nonvoting class may purchase nonvoting class stock) from (i) any of the corporation's authorized but unissued shares of stock, (ii) any of the corporation's shares of treasury stock, (iii) any additional stock of any existing or newly created shares resulting from an increase in the corporation's authorized capital stock, or (iv) any bonds, certificates of indebtedness, debentures, or other securities issued by the corporation which are convertible into stock of this corporation, pro rata, based on such stockholder's percentage of ownership of stock in the corporation.

2. The foregoing amendment was adopted on 1/21/98.

3. This amendment is adopted by the sole incorporator as the corporation has not yet issued any shares negating the necessity of shareholder approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment, this 21 day of Jan, 1998.



Anthony Martorana
Sole Incorporator