

Secretary of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE: Continucare Outpatient Services, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Amendment along with check in the sum of \$35.00 which represents your fee for filing same. We have also enclosed a copy of same in order to get a filed stamped copy.

Please see to it the it is filed appropriately.

Should you have any questions, please do not hesitate to contact the undersigned.

Sincerely,

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

Encl.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

April 2, 1998

CARIDAD VALDES-DILME 100 SE SECOND ST., 36TH FL. MIAMI, FL 33131

SUBJECT: CONTINUCARE OUTPATIENT SERVICES, INC.

Ref. Number: P97000099796

We have received your document for CONTINUCARE OUTPATIENT SERVICES, INC. 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 word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

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) 487-6916.

Letter Number: 998A00017637

Carol Mustain Corporate Specialist

ARTICLES OF AMENDEMENT TO ARTICLES OF INCORPORATION OF CONTINUCARE OUTPATIENT SERVICES, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, Continucare Outpatient Services, Inc., adopts the following articles of amendment to its articles of incorporation and hereby states as follows:

1. Article VIII is hereby amended and restated in its entirety as follows:

The Board of Directors shall consist of one (1) member who shall hold office until the first meeting of the corporation and whose name and address is as follows:

Robert F. Thorne
President
100 S.E. 2nd Street
36th Floor
Miami, Florida 33131

2. In all other respects the Articles of Incorporation of Continucare Outpatients
Services, Inc., shall remain in full force and effect as originally adopted.

3. These Articles of Amendment were adopted by the sole shareholder and director of the corporation, which vote was sufficient for approval, on

Signed this 5 day of

____, 1998.

Charles M. Fernandez, President

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