

Division of Corporations

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P 97000109215

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Account Number : I19980000040  
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DIVISION OF CORPORATIONS

BASIC AMENDMENT  
DOCTORS PROPERTIES, INC.

Certificate of Status	1
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Estimated Charge	\$52.50

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DOCTORS PROPERTIES, INC.**

Certificate of Status	1
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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 29, 1998

DOCTORS PROPERTIES, INC.  
9210 AYRSHIRE LANE  
BOCA RATON, FL 33496

SUBJECT: DOCTORS PROPERTIES, INC.  
REF: P97000109215

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

PLEASE PROVIDE AN ADDRESS FOR THE NEW REGISTERED AGENT LISTED WITHIN YOUR ARTICLES OF AMENDMENT.

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.

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) 487-6906.

Darlene Connell  
Corporate Specialist

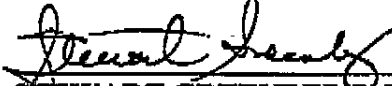
FAX Aud. #: H98000024192  
Letter Number: 898A00060833


Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314


**ARTICLE OF AMENDMENT TO ARTICLES OF INCORPORATION  
OF DOCTORS PROPERTIES, INC.  
IN ACCORDANCE WITH SECTION 607.1006, FLORIDA STATUTES**

1. The Articles of Incorporation of Doctors Properties, Inc. are hereby amended to change the registered agent of the Corporation.
2. Article IV. Registered Agent, of the Articles of Incorporation is hereby amended to change the registered agent of the Corporation from "Corporation Service Company" to "Stewart Greenberg", at 7210 Ayrshire Lane, Boca Raton, Florida 33433.
3. The foregoing Amendment to the registered agent of the Corporation was adopted by Directors and Shareholders Resolution on December 1, 1998.
4. The Amendment was approved by the Shareholders and Directors by unanimous vote of all Directors and Shareholders.
5. In all other respects the Articles of Incorporation shall remain the same.

**IN WITNESS WHEREOF**, the undersigned President, Secretary and all Shareholders and Directors of the Corporation have executed these Articles of Amendment this 15<sup>th</sup> day of December, 1998.

  
\_\_\_\_\_  
STEWART GREENBERG, President

  
\_\_\_\_\_  
STEWART GREENBERG, Secretary

  
\_\_\_\_\_  
STEWART GREENBERG, Sole  
Shareholder and Director

Prepared By: Scott A. Elk, P.A.  
Elk, Bankier, Palmer & Christu  
4800 North Federal Highway, Suite 200-E  
Boca Raton, FL 33431  
Telephone No. 561/368-8800  
FL Bar No. 654566

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**DOCTORS PROPERTIES, INC.**  
**SHAREHOLDERS AND DIRECTORS RESOLUTION**  
**IN LIEU OF MEETING OF THE SHAREHOLDERS AND DIRECTORS PURSUANT**  
**TO SECTION 607.0704 AND SECTION 607.0821, FLORIDA STATUTES**

The undersigned, being all of the Directors and Shareholders of Doctors Properties, Inc. do hereby take the following action by resolution, without a formal meeting pursuant to Sections 607.0704 and 607.0821, Florida Statutes.


**WITNESSETH**


**WHEREAS**, all Directors and Shareholders of the Corporation desire to take such corporate action set forth hereinafter, without a formal meeting of the Shareholders and Directors, and therefore waive all notice requirements for said action; and


**WHEREAS**, the Directors and Shareholders of the Corporation desire to amend the Articles of Incorporation to change the registered agent of the Corporation from "Corporation Service Company" to "Stewart Greenberg".

**NOW, THEREFORE**, in consideration of the mutual covenants, conditions and terms contained herein, and upon the unanimous vote of all Directors and Shareholders of the Corporation, be it resolved that:

1. The foregoing recitals are hereby ratified and confirmed as being true and correct in all respects.
2. Stewart Greenberg as Sole Shareholder and Director of the Corporation does hereby, by unanimous vote, elect to amend the Articles of Incorporation to change the registered agent of the Corporation from "Corporation Service Company" to "Stewart Greenberg".
3. Stewart Greenberg as Sole Shareholder Director does hereby authorize the officers of the Corporation to take any and all actions necessary to effectuate the filing of the Articles of Amendment to change the registered agent of the Corporation, and to expend such funds as may be necessary to accomplish same.
4. All other corporate acts relative to the change of the registered agent of the Corporation are hereby ratified and confirmed in all respects.

  
\_\_\_\_\_  
STEWART GREENBERG, President

  
\_\_\_\_\_  
STEWART GREENBERG, Secretary

  
\_\_\_\_\_  
STEWART GREENBERG, Sole Shareholder  
and Director

