

P98000028236

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July 10, 1998

Division of Corporations
SECRETARY OF STATE
409 East Gaines Street
Tallahassee, FL 32399

Re: Articles of Amendment to the Articles of Incorporation of:

MEDICAL MANAGEMENT HOLDING CORPORATION
Document Number: P98000028236

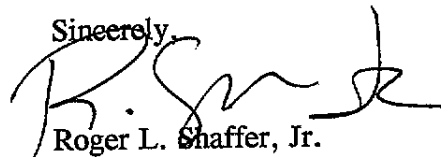
Dear Sirs/Mesdames:

Enclosed please find the original and one (1) copy of the Articles of Amendment to the Articles of Incorporation for the above referenced corporation, together with our check to the Secretary of State in the amount of \$35.00, and a postage paid return envelope.

When the Articles of Incorporation are filed, please mail a date/time stamped copy of the Articles of Amendment in the enclosed envelope.

Thank you for your assistance in this matter. Do not hesitate to contact me if you have any questions or required additional information.

Sincerely,


Roger L. Shaffer, Jr.
For the Firm

RLS/ms
Enclosures.

VS JUL 17 1998

Amend.

FILED
98 JUL 13 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
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-07/13/98-01080-014
*****35.00 *****35.00

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF
MEDICAL MANAGEMENT HOLDING CORPORATION**

We, the undersigned, Edward F. Safille, President/Director, and Albert D. Nassar, Secretary/Director of **MEDICAL MANAGEMENT HOLDING CORPORATION**, a Florida corporation, do hereby certify that, in compliance with §607.1006 of the Florida Statutes, the Board of Directors of said corporation have heretofore resolved that the Articles of Incorporation shall be amended as hereinafter set forth; that, pursuant §607.1002(5) of the Florida Statutes, shareholder action was not required for such Amendment; and that such Amendment was unanimously ratified and approved by the Directors of **MEDICAL MANAGEMENT HOLDING CORPORATION**, at a duly scheduled meeting called for that express purpose held on the 10th day of July, 1998. The following Amendment to the Articles of Incorporation was adopted:

RESOLVED, that Article IV (titled "Capital Stock") of the Articles of
Incorporation be amended to read:

**This corporation is authorized to issue One Hundred Million
(100,000,000) shares of One Cent (\$.01) par value common
stock which shall be designated as "Common Shares".**

RESOLVED, that Article VII (titled "Initial Board of Directors") of the Articles of
Incorporated be amended to read:

Albert D. Nassar
5722 S. Flamingo Road, #142
Fort Lauderdale, Florida 33330

Edward F. Safille MD, F.A.C.C.
5722 S. Flamingo Road, #142
Fort Lauderdale, Florida 33330

MEDICAL MANAGEMENT HOLDING CORPORATION

By: 
Edward F. Safille, President & Director

By: 
Albert D. Nassar, Secretary & Director

FILED
98 JUL 13 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA