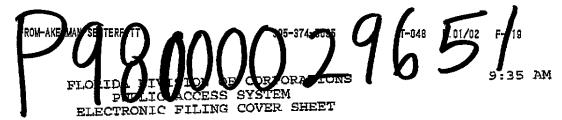
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DIVISION OF CORPORATIONS :01

FAX #: (850)922-4000

FROM: AKERMAN, SENTERFITT & EIDSON, P.A.

075471001363 ACCT#:

CONTACT: MARLA R MAYSTER PHONE: (305)374-5600

FAX #: (305)374-5095

NAME: MEDICAL FIRST, INC.

\*\* ENTER 'M' FOR MENU. \*\*

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## ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF MEDICAL FIRST, INC., a Florida corporation

98 APR 20 PM 2: T

Pursuant to the Florida Business Corporation Act, Article III of the Articles of Incorporation of Medical First, Inc., a Florida corporation, hereinafter referred to as the "Corporation", is amended to read as follows:

## ARTICLE III CAPITAL STOCK

The number of shares of stock that the Corporation is authorized to issue is Five Million (5,000,000) shares, One Cent (\$.01) par value per share, of common stock. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

This Amendment shall be effective upon its filing with the Florida Department of State.

The foregoing Amendment to the Articles of Incorporation of the Corporation was approved by the Corporation's sole Incorporator by Written Consent effective as of April //, 1998. Shareholder action was not required.

IN WITNESS WHEREOF, the undersigned sole Incorporator of the Corporation has executed these Articles of Amendment this 17 day of April, 1998.

Medical First, Inc., a Florida Corporation

Administration Property Incompression

Prepared by: Marshall R. Burack, Esq. One S.E. 3rd Avenue, 28th Floor Miami, Florida 33131 (305) 374-5600 Florida Bar No. 234621

MIA-248871-1

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