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Examiner's Initials

OMNA ASC, INC. ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ITEM 1 - Article I of the Articles of Incorporation (the "Articles of Incorporation") of OMNA ASC, INC., a Florida corporation (the "Corporation"), is hereby amended by striking out and deleting the text of Article I in its entirety and by inserting a new sentence, in its place, which shall be and read as follows:

ARTICLE L NAME

The name of this corporation is OMNA ASC OF FLORIDA, INC. (the "Corporation").

ITEM 2 - Except as above amended, all other sentences, provisions and articles of the Articles of Incorporation shall remain unchanged.

ITEM 3 - The foregoing amendment to the Articles of Incorporation was adopted by a joint written consent by the sole stockholder and Board of Directors of the Corporation dated June 1, 1999.

IN WITNESS WHEREOF, the undersigned President of this Corporation has executed these Articles of Amendment on this 1st day of June, 1999.

DAVID C. PECK, President

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SECRETARY OF STATE

OMNA ASC, INC. WRITTEN CONSENT OF SOLE SHAREHOLDER AND THE BOARD OF DIRECTORS OF IN LIEU OF A SPECIAL MEETING

The undersigned, being the sole shareholder and all of the members of the Board of Directors of OMNA ASC, INC., a Florida corporation (the "Corporation"), pursuant to Section 607.0821 of the Florida Business Corporation Act, as amended, by their signatures, do hereby adopt this Written Consent in Lieu of a Special Meeting, waive all notice of the time, place and objects of such meeting, and consent to, approve and adopt the following resolutions:

RESOLVED, that the Articles of Amendment changing the name of the Corporation to OMNA ASC OF FLORIDA, INC., in the form and content as attached hereto as Exhibit "A" be and hereby are approved and adopted; and

BE IT FURTHER RESOLVED, the President of the Corporation is authorized to execute said Articles of Amendment and to cause same to be filed with the Secretary of State.

IN WITNESS WHEREOF, the undersigned have executed this Written Consent in Lieu of A Special Meeting as of this 1ⁿ day of June, 1999.

SHAREHOLDER:

OMNA MEDICAL PARTNERS, INC., a Delaware corporation

BY:<u>//</u>

David C. Peck, President

DIRECTORS:

DAVID C. PECK

DARYL P. JOHNSON