



P 98000055957

July 17, 1998

BOARD OF DIRECTORS

Officers

Dr. Roy Phillips
President

Hosea Butler, Jr.
Secretary

Verbert C. Anderson
Treasurer

Members

Reginald Clyne, Esq.

John A. Hall

Congresswoman Carrie P. Meek

Garth C. Reeves

Neill Robinson

Dorothea Stewart

David L. Wilson

Elaine H. Black,
Executive Director

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

200002593852--1

-07/21/98-01042-010
****\$7.50 ****\$7.50

Re: Articles of Amendment to Articles
of Incorporation of CAREER HEALTH SERVICES, INC.

Dear Sir/Madam:

Enclosed please find an original and one copy
of the Articles of Amendment to Articles of Incorporation
for CAREER HEALTH SERVICES, INC. and check number 575 in
the sum of eighty-seven dollars and fifty cents (\$87.50)
to cover the filing fee.

Please file the above-noted documents and return a
file-marked, certified copy of the documents to the
following:

STANLEY B. LEWIS, ESQ.
TOOLS FOR CHANGE
P.O. Box 510605
Miami, Florida 33151

Thank you for your attention to this matter.

Sincerely,

Stanley B. Lewis
Stanley B. Lewis
Attorney at Law

Encl.

FILED
98 JUL 21 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
7-22-98
CC

TOOLS FOR CHANGE
BLACK ECONOMIC DEVELOPMENT COALITION, INC.

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
CAREER HEALTH SERVICES, INC.**

Pursuant to the provisions of Sections 607.1001 et seq. of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is CAREER HEALTH SERVICES, INC.


2. The following amendment to the Articles of Incorporation was adopted by the Board of Directors of the Corporation on July 16, 1998, in the manner prescribed by the Florida Business Corporation Act:

"ARTICLE III: SHARES, is hereby amended as follows:

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

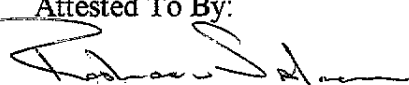
3. The aforementioned amendment was unanimously adopted by the Shareholders of CAREER HEALTH SERVICES, INC. on July 16, 1998.

IN WITNESS WHEREOF, I, the undersigned president of CAREER HEALTH SERVICES, INC., have signed these Articles of Amendment on this 16 day of July, 1998 and acknowledge the same to be my act.



ABDUL STEELE, President
CAREER HEALTH SERVICES, INC.

Attested To By:



Secretary of the Corporation

(CORPORATE SEAL)

STATE OF FLORIDA)
COUNTY OF DADE)

FILED
98 JUL 21 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 16 day of July, 1998 by ABDUL STEELE, as President of and on behalf of CAREER HEALTH SERVICES, INC., a Florida corporation, on behalf of the corporation. He personally appeared before me at the time of the notarization, and has produced a Florida Driver's License as identification

NOTARY PUBLIC:
Sign: Stanley B. Lewis
Print: STANLEY B. LEWIS



STANLEY B. LEWIS
My Commission CC407757
Expires Sep. 18, 1998
Bonded by HAI