

P98000059306

ST. LOUIS, GUERRA & AUSLANDER, P.A.

MIAMI CENTER, 10TH FLOOR

201 SOUTH BISCAYNE BOULEVARD

MIAMI, FLORIDA 33131-4325

TELEPHONE (305) 373-4042

FAX (305) 373-4099

July 15, 1998

Florida Secretary of State
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, Florida 32399

BY FEDEX

300002590523--0
-07/16/98-01041-018
*****96.25 *****96.25

Re: Florida Medical Ventures, Inc.
Florida Document Number P98000059306

To Whom It May Concern:

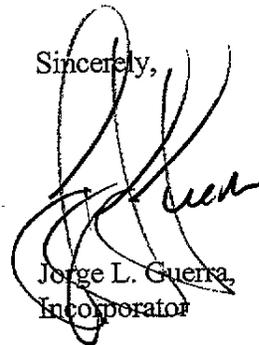
Enclosed herein for filing are the Articles of Amendment to the Articles of Incorporation of the captioned company. I am hereby requesting a certified copy of the Articles of Amendment, and a good standing certificate. Also enclosed is my check no. 2390, in the amount of \$96.25, made payable to the Florida Secretary of State, to cover the fees for this filing, the certified copy and the good standing certificate.

Please forward the certified copy to me in the enclosed Federal Express envelope, which reflects billing to our account.

If you have any questions, please call me.

Jennifer GAVE
AUTHORIZATION BY PHONE TO
CONTACT TAKE APPROXIMATE
DATE 7-21 7/21/98
DOC. NO. PRG

Sincerely,


Jorge L. Guerra
Incorporator

FILED
98 JUL 16 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JLG/jlr
Enclosures

AMEND
PRG
7/21

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
FLORIDA MEDICAL VENTURES, INC.**

FILED
98 JUL 16 AM 11:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA MEDICAL VENTURES, INC., a Florida corporation (the "Corporation"), hereby certifies to the Department of State of Florida and to all concerned that, effective July 13, 1998:

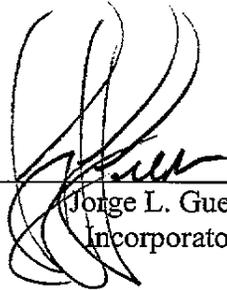
FIRST: The Articles of Incorporation of the Corporation, originally filed on July 1, 1998 under document number P98000059306, have been hereby amended to change the principal office and mailing address of the Corporation to 4616 North Federal Highway, Fort Lauderdale, Florida 33308.

SECOND: The Articles of Incorporation of the Corporation, originally filed on July 1, 1998 under document number P98000059306, have been hereby amended to change the address of all members of the initial Board of Directors to 4616 North Federal Highway, Fort Lauderdale, Florida 33308.

THIRD: The Articles of Incorporation of the Corporation, originally filed on July 1, 1998 under document number P98000059306, have been hereby amended to correct the indicated name of one member of the initial Board of Directors to James v. Zelch, M.D.

FOURTH: The foregoing amendments to the Articles of Incorporation of the Corporation as hereinabove set forth have been duly authorized, adopted and approved by the Incorporator of the Corporation on July 13, 1998.

IN WITNESS WHEREOF, the Corporation has caused these presents to be duly executed on its behalf by its undersigned Incorporator on this 13th day of July, 1998.

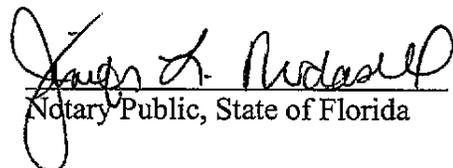


Jorge L. Guerra,
Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI -DADE)

BEFORE ME, the undersigned authority, personally appeared Jorge L. Guerra, the Incorporator of the Corporation named in the above foregoing Articles of Amendment, who is personally known to me and who took an oath, acknowledging that he executed same for and on behalf of said Corporation as its duly authorized agent, for the uses and purposes therein set forth and contained.

IN WITNESS WHEREOF, I have hereunto set my hand affixed my official seal in the State and County aforesaid, this 13th day of July, 1998.



Notary Public, State of Florida

Name: _____
My Commission Number is: _____
My Commission Expires: _____

