



**THE UNITED STATES
CORPORATION
COMPANY**

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 343828

4352702

AUTHORIZATION :

Patricia Pizzu

COST LIMIT : \$ 43.75

ORDER DATE : August 17, 1999

ORDER TIME : 10:39 AM

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ORDER NO. : 343828-005

CUSTOMER NO: 4352702

CUSTOMER: William G. Lambrecht, Esq
Williams Parker Harrison Dietz
200 South Orange Avenue

*name
change
amend*

Sarasota, FL 34236

DOMESTIC AMENDMENT FILING

NAME: FERTILITY CENTER OF SARASOTA,
INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

 PLAIN STAMPED COPY

 CERTIFICATE OF GOOD STANDING

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59 AUG 17 AM 11:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

ADR

8/17/99

FILE 1st

**ARTICLES OF AMENDMENT
OF
FERTILITY CENTER OF SARASOTA, INC.**

99 AUG 17 PM 12:47
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TALLAHASSEE, FLORIDA

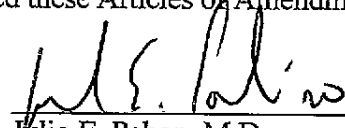
The Articles of Incorporation of Fertility Center of Sarasota, Inc., a Florida corporation, are hereby amended by striking Article I in its entirety and by substituting in its place the following:

Article I

Name: The name of the corporation is Teddy Corporation USA.

The amendment was approved and adopted by written consent of the shareholder and the director of the corporation on August 13, 1999. The number of votes cast for the amendment by the shareholder was sufficient for approval.

IN WITNESS WHEREOF, the President has executed these Articles of Amendment.



Julio E. Pabon, M.D.
President

LAF-364884

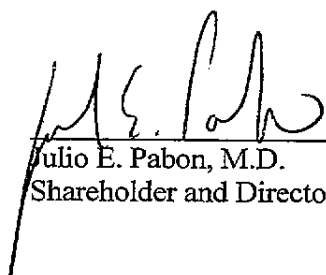
**CONSENT TO AMENDMENT
OF
THE ARTICLES OF INCORPORATION
OF
FERTILITY CENTER OF SARASOTA, INC.**

The undersigned, being the sole shareholder and director of Fertility Center of Sarasota, Inc., a Florida corporation, hereby consents to the amendment of the Articles of Incorporation of the corporation by striking Article I in its entirety, and by substituting in its place the following:

Article I

Name: The name of the corporation is Teddy Corporation USA.

Effective date August 13, 1999.


Julio E. Pabon, M.D.
Shareholder and Director

LAF-364884