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BASIC AMENDMENT

DOCTORSCHAT.COM, INC.

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Amendment w/ Name

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**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
DOCTORSCHAT.COM, INC.**

Pursuant to the Florida Business Corporation Act, the undersigned, constituting all of the directors of **DoctorsChat.com, Inc.**, a Florida corporation (the "Corporation"), hereby adopt the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article I of the Articles of Incorporation of the Corporation is amended to read as follows:

**ARTICLE I
NAME AND ADDRESS**

The name of the Corporation is **DoctorSurf.com, Inc.** The Corporation's principal office and mailing address is 6950 Bryan Dairy Road, Largo, Florida 33777.

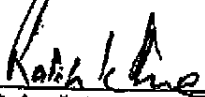
SECOND: Article V of the Articles of Incorporation of the Corporation is amended to read as follows:

**ARTICLE V
INITIAL BOARD OF DIRECTORS**


The number of directors constituting the initial Board of Directors of the Corporation is three. The initial directors of the Corporation are Dr. Rakesh K. Sharma, 6950 Bryan Dairy Road, Largo, Florida 33777; Jugal K. Taneja, 6950 Bryan Dairy Road, Largo, Florida 33777; and Martin A. Traber, 100 N. Tampa Street, Suite 2700, Tampa, Florida 33602. The number of directors may be increased or decreased from time to time by the Board of Directors in accordance with the Corporation's Bylaws.

THIRD: The foregoing amendments were approved and adopted by unanimous written consent of the directors of the Corporation on May 12, 1999, without shareholder action, and shareholder action was not required.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 12th day of May, 1999.



Dr. Rakesh K. Sharma, Director



Jugal K. Taneja, Director



Martin A. Traber, Director

Marina Choudas, Esquire
Florida Bar # 0066672
Foley & Lardner
100 N. Tampa Street, Suite 2700
Tampa, Florida 33602
Phone 813-229-2300

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