

FROM : E. NICHOLAS DAVIS
Division of Corporations

PHONE NO. : 561 364 8291

Jul. 27 1999 12:18PM P1

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Florida Department of State
Division of Corporations
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Fax Number : (850) 922-4000

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Account Name : MEDICAL INDUSTRIES OF AMERICA, INC.
Account Number : I19980000026
Phone : (561) 737-2227
Fax Number : (561) 266-2269 — 364-8291

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

MIS ACQUISITION COMPANY I, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
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FROM : E NICHOLAS DAVIS
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Jul. 27 1999 12:19PM P2
0002
Jul. 23 1999 03:55PM P2

Fax Audit No. H99000018023 4

**ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
MIS ACQUISITION COMPANY I, INC.**

**Pursuant to Provisions of the
Florida Business Corporation Act**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MIS ACQUISITION COMPANY I, INC. (the "Corporation"), a corporation organized and existing under the Florida Business Corporation Act, does hereby certify that, pursuant to the applicable section(s) of the Florida Business Corporation Act, the Shareholders and the Board of Directors of the Corporation adopted the following resolutions, effective as of May 18, 1999, which resolutions are in full force and in effect as of the date hereof:

WHEREAS, the Corporation is authorized by its Bylaws to amend or repeal any provision contained in the Articles of Incorporation (the "Articles");

WHEREAS, the Shareholders and the Board of Directors of the Corporation, by resolution effective May 18, 1999 authorized the amendment set forth below to the Articles.

IT IS, THEREFORE,

RESOLVED, that Article I of the Articles is hereby amended to reflect that the name of the Corporation is hereby changed to Valley Pain Centers, Inc.

Encl: NICKMIS Articles of Amendment.doc
Fax Audit Number: H99000018023 4
Prepared by: E. Nicholas Davis III
Medical Industries of America, Inc.
1903 S. Congress Avenue, Suite 400
Boynton Beach, FL 33426
561) 737-2227

FROM : E NICHOLAS DAVIS
JUL 27 1999 12:19PM P3

PHONE NO. : 561 364 8291
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FROM : E NICHOLAS DAVIS

PHONE NO. : 561 364 8291

Jul. 23 1999 03:55PM P3

Fax Audit No. H99000018023 4

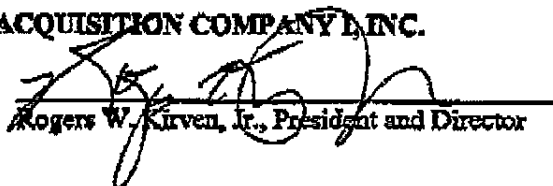
NOW THEREFORE

The foregoing was authorized by the Shareholders and the Board of Directors by written consent effective May 18, 1999 and that the number of votes cast by the Shareholders and Directors was sufficient for approval.

Executed on July 22, 1999.

MIS ACQUISITION COMPANY I, INC.

By:

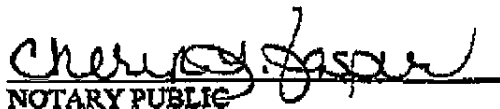

Rogers W. Kirven, Jr., President and Director

STATE OF FLORIDA)

COUNTY OF ORANGE BEACH)

On this 22 day of July, 1999, before me, a Notary Public in and for the State and County aforesaid, personally appeared, who either is known to me personally or who supplied as identification, acknowledged to the fact that he is the President and Director of MIS ACQUISITION COMPANY I, INC., and that he executed as said officer and Director the foregoing Articles of Amendment of said Corporation as his act and deed and as the act and deed of said corporation.

WITNESS my hand and seal of office on the date and year first aforesaid.


NOTARY PUBLIC

NOTARY PUBLIC - STATE OF FLORIDA
CHERYL L. JASPER
COMMISSION #CCF06404
EXPIRES 07/2002
BONDED THRU ASA 1-028-NOTARY

Notary Public Commission expires:
[Notarial Seal]

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Fax Audit Number: H99000018023 4
Prepared by: E. Nicholas Davis III
Medical Industries of America, Inc.
1903 S. Congress Avenue, Suite 400
Boynton Beach, FL 33426
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