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BILZIN, SUMBERG, ET. AL

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Division of Corporations

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BASIC AMENDMENT

ADJOINED, INC.

Certificate of Status	0
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Estimated Charge	\$43.75

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Amendment

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ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ADJOINED, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, Helen Gomez, being a Vice President of ADJOINED, INC., a Florida corporation (the "Corporation"), does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that the Articles of Incorporation of the Corporation (the "Articles"), are hereby amended as follows:

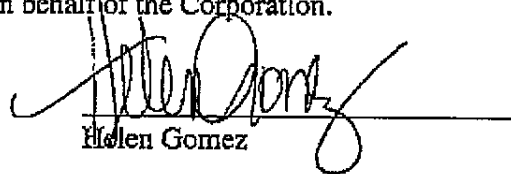
1. Article IV of the Articles of the Corporation is hereby amended and restated in its entirety to read as follows:

"ARTICLE IV -- CAPITAL STOCK

The aggregate number of shares which this corporation shall have authority to issue is Four Million (4,000,000) shares of common stock, all of which are to have a par value of \$.01."

Such amendment of the Articles of the Corporation has been duly and unanimously authorized, adopted and directed by the Board of Directors and shareholders of the Corporation by Written Consent thereto dated as of December 7, 1999. All other provisions of the Articles of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set her hand and seal in her capacity as aforestated as of the 7th day of December, 1999, on behalf of the Corporation.


Helen Gomez

[CORPORATE SEAL]

This instrument prepared by:
Richard M. Goldstein, Esquire
Florida Bar No. 389617
BILZIN SUMBERG DUNN PRICE & AXELROD LLP
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Miami, Florida 33131-2336
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