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BASIC AMENDMENT

PODICARE MANAGED CARE NETWORKS, INC.

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ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PODICARE® MANAGED CARE NETWORKS, INC.

The following provision of the Articles of Incorporation of PODICARE® MANAGED CARE NETWORKS, INC., a Florida corporation ("Corporation"), filed with the Department of State on August 2, 1999, Charter Number P99000068382 be, and it is hereby, amended as shown below:

1. Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

"ARTICLE I.

NAME

The name of this Corporation is PODICARE® MCN, INC."

2. The foregoing amendment was adopted by a Corporate Action by all the Directors and all the Shareholders of this Corporation, dated September 15th 2000.

IN WITNESS WHEREOF, the undersigned, being the Treasurer of this Corporation, has executed these Articles of Amendment as of September 15th, 2000.

By: 

George Pollack

Its: Treasurer

Jeffrey L. Cohen, Esq. (Florida Bar #703966)
Strawn, Monaghan & Cohen, P.A.
54 N. E. Fourth Avenue
Delray Beach, FL 33483
(561) 278-9400

September 8, 2000
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