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ACCOUNT NO. : 072100000032

REFERENCE : 514746 80558A

AUTHORIZATION

COST LIMIT : \$ 35

Patricia Pizit

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TALLAHASSEE, FLORIDA

ORDER DATE : December 14, 1999

ORDER TIME : 12:05 PM

ORDER NO. : 514746-005

CUSTOMER NO: 80558A

CUSTOMER: William R. Smith, Esq.
William R. Smith, P.a.
Suite 300
8191 College Parkway
Fort Myers, FL 33919

Attn: Annette

*name Ramsey
Change Amend. Section*

500003069605--3

DOMESTIC AMENDMENT FILING

Name

Change Amend

NAME: NELSON LYMPHEDEMA AND
THERAPEUTIC SERVICES, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

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ADR
12/15/99

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

NELSON LYMPHEDEMA AND THERAPEUTIC SERVICES, INC.

Pursuant to the provisions of F.S.A. Section 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.


FIRST: The name of the corporation is changed to POAGE & NELSON THERAPEUTIC CONCEPTS, INC.


SECOND: The date of adoption of the amendment was December 3, 1999.

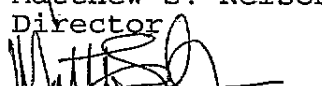
THIRD: The amendment was adopted by the joint action by unanimous consent of all of the corporation's Stockholders, there being only one class, and by unanimous consent of all of the corporation's Directors, at a special meeting held for the purpose, and pursuant to F.S.A. Sections 607.0704 and 607.0821, respectively, of the Florida Business Corporation Act. Such amendment shall be effective upon filing, as provided by the laws of the State of Florida.

FOURTH: There are no other Stockholders, Directors or members entitled to vote on the amendment, and the votes cast by those entitled was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has duly executed this Consent and the same being adopted and effective on December 3, 1999.


Matthew S. Nelson,
President/Chairman of the
Board


Matthew S. Nelson,
Director


Matthew S. Nelson,
Shareholder

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE