

Division of Corporations

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN  
CARLOS BAYRON, M.D., P.A.**

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TALLAHASSEE, FLORIDA

**JOINT WRITTEN CONSENT TO ACTION OF  
THE BOARD OF DIRECTORS AND SHAREHOLDERS  
OF  
CARLOS BAYRON, M.D., P.A.**

The undersigned, constituting the sole member of the Board of Directors and the sole shareholder of CARLOS BAYRON, M.D., P.A., a Florida corporation (the "Corporation"), do hereby consent to the adoption and approval of the following resolutions without a meeting, pursuant to the Florida Business Corporation Act:

**Amendment of Articles of Incorporation**

**WHEREAS**, the Directors and Shareholders of the Corporation have determined that it is in the Corporation's best interests to amend the Articles of Incorporation of the Corporation, such amendment being in the form annexed hereto as Exhibit "A" (the "Amendment").

**NOW, THEREFORE, BE IT RESOLVED**, that the adoption of the Amendment is hereby authorized and approved in all respects by the Board of Directors and Shareholders on behalf of the Corporation, and that the President of the Corporation is hereby authorized and directed to execute and deliver the Amendment and all documents, agreements, certificates, and instruments necessary, convenient, or incidental to accomplish the foregoing in the form approved by the President of the Corporation.

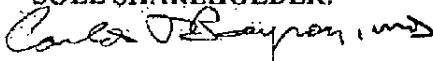
**FURTHER ACTION**

**RESOLVED FURTHER**, that the proper officers of the Corporation be, and they hereby are, authorized and directed to do or cause to be done any and all such acts and things and to execute and deliver any and all such further documents and papers as, with the advice of counsel, they may deem necessary or appropriate to carry into effect the full intent and purpose of the foregoing resolutions.

**FURTHER RESOLVED**, that this document shall be filed with the minutes of the Corporation, and that the actions set forth in the foregoing resolutions shall have the same force and effect as if duly adopted at a duly constituted meeting of the Board of Directors and Shareholders.

**DATED** as of the 26<sup>th</sup> day of June 2015.

**SOLE SHAREHOLDER:**



Carlos Bayron, M.D.

**SOLE DIRECTOR:**



Carlos Bayron, M.D.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF  
CARLOS BAYRON, M.D., P.A.

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**ARTICLE IV**  
**Manner of Adoption**

This amendment was duly approved and adopted by the joint written consent to action of the board of directors and stockholders of the Corporation.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Amendment to the Articles of Incorporation for the uses and purposes therein stated.

DATED this 26<sup>th</sup> day of June 2015.

By: Carlos Bayron, M.D.  
Carlos Bayron, M.D., President

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