

Roosa, Sutton, Burandt & Adamski
Attorneys and Counselors at Law

Richard V.S. Roosa
Larry D. Sutton
Robert B. Burandt
Robert C. Adamski

1714 Cape Coral Parkway
Cape Coral, Florida 33904

Telephone: 941-542-4733

Facsimile: 941-542-9203

S36902

January 20, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Kendall Medical Equipment, Corp.

Gentlemen:

Enclosed are the original and one copy of Articles of Amendment to Articles of Incorporation of Kendall Medical Equipment, Corp. for filing. Please return a file-marked copy of the Articles of Amendment to me in the enclosed, self-addressed, stamped envelope. Also enclosed is our firm check in the amount of \$35.00 for the filing fee.

Very truly yours,

Larry D. Sutton
LARRY D. SUTTON
LDS:ly
Enc.

900002412059--5
-01/26/98--01111--005
*****35.00 *****35.00

APPROVED
AND
FILED
98 JAN 26 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
S36902
309
26-90-1
Amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
KENDALL MEDICAL EQUIPMENT, CORP.**

1. ARTICLE III of the Articles of Incorporation of Kendall Medical Equipment, Corp., is amended to read as follows:


ARTICLE III

CAPITAL STOCK

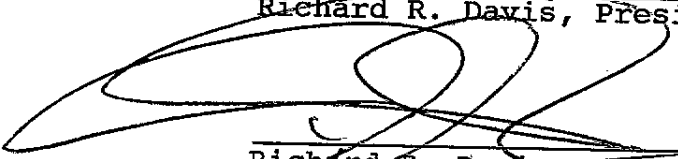
The maximum shares of stock of this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock of a par value of \$1.00 per share.

2. The foregoing amendment was adopted by all the shareholders of this corporation on the 17th day of November, 1997.

IN WITNESS WHEREOF the undersigned president and secretaries of this corporation have executed these Articles of Amendment on the 17th day of November, 1997.



Richard R. Davis, President



Richard R. Davis, Secretary

98 JAN 26 PM 1:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF FLORIDA

COUNTY OF LEE

The foregoing instrument was acknowledged before me this 20th day of November, 1997, by Richard R. Davis as President of Kendall Medical Equipment, Corp. He is personally known to me or has produced _____ as identification and did not take an oath.

Signature of Person
Taking Acknowledgment

Larry D. Sutton

Name Typed,
Printed or Stamped:

LARRY D. SUTTON
Notary Public

My Commission Expires:

(Seal)

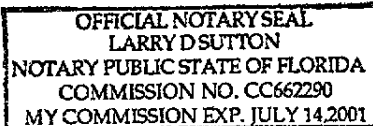
SECRETARY OF STATE
TALAHASSEE, FLORIDA

98 JAN 26 PM 1:39

APPROVED
AND
FILED

STATE OF FLORIDA

COUNTY OF LEE



The foregoing instrument was acknowledged before me this 20th day of November, 1997, by _____ as Secretary of Kendall Medical Equipment, Corp. He/she is personally known to me or has produced _____ as identification and did not take an oath.

Signature of Person
Taking Acknowledgment

Larry D. Sutton

Name Typed,
Printed or Stamped:

LARRY D. SUTTON
Notary Public

My Commission Expires:

(Seal)

