

556340

EDWIN L. CRAMMER, P.A.

*Certified Public Accountant*

7481 W. Oakland Park Blvd. #102 • Lauderhill, FL 33319 • 954-742-8700 • Fax: 954-742-8786

August 11, 2001

Florida Dept of State  
Tallahassee, Florida

100004533711--9  
-08/14/01--01045--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

To Whom It May Concern:

Enclosed please find two copies of the Articles of Amendment to the Articles of Incorporation for Dr. Molly Snell, P.A. Enclosed also is a check for \$35.00.

Please send the acknowledgement copy to the corporate offices of Dr. Molly Snell, P.A. at 1212 E. Broward Boulevard Suite 204, Fort Lauderdale, FL 33301.

Thank you,

*Edwin L. Crammer*

Edwin L. Crammer  
Certified Public Accountant

FILED  
01 AUG 14 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

~~3.1.2001~~ AUG 22 2001

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DR. MOLLY SNELL, P.A.**

**FILED**  
01 AUG 14 AM 10:35  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its Articles of Incorporation.

**FIRST:** Amendments adopted: Article 7 This article is amended to change the officers serving on the Board of Directors, subject to the meeting of the Board of Directors on August 01, 2001. The following individuals have been elected to serve on the Board of Directors commencing August 01, 2001.

Carmine Pecocaro, President  
Denise E. Crammer, Secretary

**SECOND:** This amendment calls for the transference of all of the stock owned in Dr. Molly Snell, P.A currently owned by Dr. Molly Snell, one hundred shares (100) to the corporation for sum of \$32,000. The transferred stock will be retired by the corporation and re-issued at a later date subject to the signing by all of the current stockholders of a buy-sell agreement.

**THIRD:** The date of adoption of amendments 1 and 2 is August 01, 2001.

**FOURTH:** The amendments were approved by a majority vote of the shareholders, The number of votes cast for the amendments were sufficient for approval.

Signed this 1<sup>st</sup> day of August, 2001

Signature: Denise Crammer  
Title: Denise E. Crammer Secretary

**MINUTES OF A SPECIAL  
STOCKHOLDERS MEETING  
DR. MOLLY SNELL, P.A.**

A special meeting of the Stockholders of Dr. Molly Snell, P.A., a Florida Corporation, was held on August 01 2001, at 12:00 noon in the offices of Dr. Molly Snell, P.A., located at 1212 E. Broward Blvd. Fort Lauderdale, Florida.

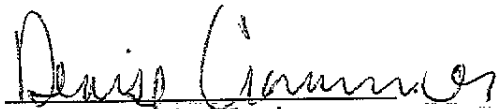
Dr Molly Snell was elected as chairman of the meeting at which time she called the meeting to order. The roll was called. Those found to be present at the meeting was Dr. Molly Snell, Denise E Crammer and Carmine Pecocaro. At this time the chairman declared that there was a quorum present and, therefore, the meeting could proceed.

The first order of business, was the discussion of the transferring of all of the issued and outstanding common stock and the assets of the corporation known as Dr. Molly Snell, P.A. to Denise E. Crammer and Carmine Pecocaro, respectively and equally for consideration as outlined in the agreement of Purchase and Sales as prepared by the legal officer Jacqueline Ziegler Attorney at law. Dr. Molly Snell, agreed to sign the back of her issued stock and release the stock back to the Corporation.

All parties to this agreement has read the Agreement to Purchase and Sale of the stock of the corporation known as Dr. Molly Snell, P.A, in draft form and corrections had been made and agreed to. The form presented at this meeting on this day was the final agreed form by all parties to the agreement.

As all parties had agreed to the terms of this agreement, the Agreement of Purchase and Sale of the stock and Assets of Dr. Molly Snell, P.A. was signed by all parties without objection.

.Their being no further business to discuss, the chairman called for an adjournment. The meeting was concluded at 12:30 P.M Eastern Daylight Savings, time.

  
Secretary of the Meeting

Date: 8/1/01

**MINUTES OF A SPECIAL  
STOCKHOLDERS MEETING  
DR. MOLLY SNELL, P.A**

A special meeting of the Stockholders of Dr. Molly Snell, P.A., a Florida Corporation, was held on August 01<sup>st</sup> 2001 at 1:00 P.M., in the offices of Dr. Molly Snell, PA, located at 1212 East Broward Boulevard, Fort Lauderdale, Florida

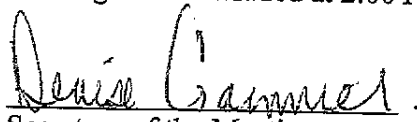
Denise E. Crammer was elected as chairman of the meeting at which time she called the meeting to order. The roll was called. Those found to be present at the meeting was Denise E. Crammer, Carmine Pecocaro. At this time the chairman declared that there was a quorum present and, therefore, the meeting could proceed.

The first order of business was the election of officers of the Corporation starting with the date, August 01, 2001. Carmine Pecocaro was nominated to be President and Denise E. Crammer was nominated to be Secretary. There were no other nominations for other officer positions at this time.

They're being no opposition to the election of officers for the above two offices. In an, unanimous vote, Carmine Pecocaro was elected President of the Corporation and Denise E. Crammer was elected Secretary. Both officers would serve in their respective posts until another election would be called for.

The next order of business was a motion by Denise E. Crammer to appoint Jacqueline Ziegler to prepare for the approval and signature of both stockholders a contract between both of these parties to be known as a "Buy Sell Agreement". Upon the completion of this agreement and approval by both parties and the signature of both parties to this agreement is recorded the common stock in the denomination of \$1.00 par would be issued to both Carmine Pecocaro in the amount of 50 shares and to Denise E. Crammer in the amount of 50 shares. Their being no objection to this motion the motion was carried.

Their being no further business to discuss, the chairman called for an adjournment. The meeting was concluded at 2:00 P.M Eastern Daylight Savings, time.

  
Secretary of the Meeting

Date: 8/1/01