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S56353

Requester's Name

See next pg.

Address

City/State/Zip

Phone #

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Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
02 APR 21 PM 1:04

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Amend

V SHEPARD APR 9 2002

Examiner's Initials

Christy gave Authorization  
to correct date of adoption  
4/8 JB

# Sun Healthcare Group



Sun Healthcare Group, Inc. 101 Sun Avenue NE  
Albuquerque, NM 87109  
505.821.3355  
www.sunh.com

March 19, 2002

*Via Federal Express*

Florida Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

Attn: Velma Shepard, Division of Corporations

*Re: Articles of Amendment*

Dear Ms. Shepard:

Per our telephone conversation of March 18, 2002, enclosed please find the originals and one copy each of the signature pages to the Articles of Amendments that you are holding, along with the check that was previously sent, in your office for filing.

As indicated in my letter of February 26, 2002, once the Amendments are filed, please return the file-stamped copy to the following:

Sun Healthcare Group  
Anne Rider, Legal Department  
101 Sun Avenue NE  
Albuquerque, NM 87109

If you have any questions, or need additional information, please contact me at (505) 468-5621.

Your assistance with this matter is greatly appreciated. Thank you.

Sincerely yours,

*Christy Fortenberry*  
Christy Fortenberry, Legal Department

/clf  
Enclosure

*Rec'd by Fed. Exp. 3/21*  
*AB*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
02 MAR 21 PM 1:04

Pharmacy Factors of Florida, Inc.

Pharmacy Factors of Florida, Inc.

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article XI: The Corporation shall not be authorized to issue non-voting capital stock to the extent prohibited by Section 1123(a) (6) of Title 11 of the United States Code (the "Bankruptcy Code"); provided however that this Article will have no further force and effect beyond that required by Section 1123 of the Bankruptcy Code.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: 2/11/02 <sup>B</sup>

**FOURTH: Adoption of Amendment(s) (CHECK ONE)**

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_ voting group."

- ☒ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 11th day of February, 2002

Signature

Warren C. Schelling

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Warren C. Schelling

Typed or printed name

Director

Title