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SAMUEL J. CANTOR\*

\*ALSO MEMBER OF PENNSYLVANIA BAR

February 20, 1997

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-02/24/97--01081--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

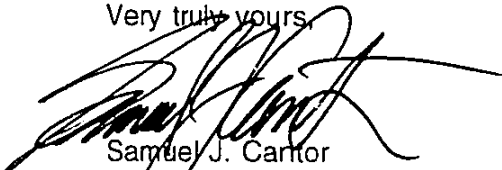
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32301

Re: Medical Associates Enterprises, Inc.

Gentlemen/Ladies:

Enclosed herewith please find a check in the amount of thirty-five (\$35.00) dollars along with the Amended Articles of Incorporation for the above-referenced corporation for filing.

Very truly yours,



Samuel J. Cantor

SJC:jac  
Enclosure

VS FEB 27 1997

N/C

FILED  
97 FEB 24 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

AMENDED ARTICLES OF INCORPORATION

of

MEDICAL ASSOCIATES ENTERPRISES, INC.

FILED

97 FEB 24 AM 11:06

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1001 to the Florida General Corporation Act, the undersigned Corporation adopts the Articles of Amendments to its Article of Incorporation.

1. The name of the Corporation is MEDICAL ASSOCIATES ENTERPRISES, INC.

2. The following amendment to the Articles of Incorporation was unanimously adopted by shareholders and the Directors owning one hundred (100%) percent of the issued and outstanding stock of the Corporation at a special meeting of the shareholders and Directors held on February 18, 1997 in a manner prescribed by the Florida General Corporation Act, Section 607.1003.

A. ARTICLE I is hereby deleted and there shall be substituted therefore the following:

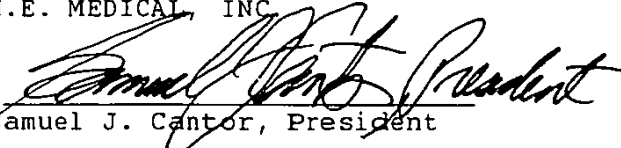
ARTICLE I

The name of this corporation shall be H.M.E. MEDICAL, INC.

3. Except as modified herein the Articles of Incorporation of the above-named corporation remain in full force and effect.

H.M.E. MEDICAL, INC.

By:

  
Samuel J. Cantor, President

ATTEST:

  
Samuel J. Cantor, Secy.