

V22487



DEFINITIVE HEALTH SERVICES INCORPORATED

FILED  
00 FEB -4 PH 2:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

February 1, 2000

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

To Whom It May Concern:

Enclosed are Articles of Amendment to Articles of Incorporation of Definitive Health Services Incorporated.

Also enclosed is a check for \$52.50 in payment for the following:

700003125027--0  
-02/07/00--01009--002  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

\$35.00	Filing fee
<u>17.50</u>	Two certified copies of the amendment (\$8.75 each)
\$52.50	

If you have any questions regarding this filing, I can be reached at (414) 332-1893.

Sincerely,

Lorna Grade  
President

Enclosures (2)

Amend

V. SHEPARD FEB 14 2000

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
DEFINITIVE HEALTH SERVICES, INCORPORATED**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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 VII OFFICE AND REGISTERED AGENT

The name and Florida street address of the registered agent are: Lorna Grade, Definitive Health Services Incorporated, Suite 230, 2699 Lee Road, Winter Park, Florida, 32789.

ARTICLE XIV EXECUTIVE COMMITTEE

Article XIV is deleted in its entirety.

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent*

  
Signature of Registered Agent

2/1/00  
Date

**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:

Article XIV June 22, 1993

Article VII October 1, 1999

**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 the 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 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 1st day of February, 2000, 19  .

Signature *Lorna Grade*  
(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)

Lorna Grade  
Typed or printed name

President  
Title