

THE COUNTY OF THE PARTY OF THE

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 0003125027——
-02/07/00—01008—002

\$35.00

Filing fee

17.50

Two certified copies of the amendment (\$8.75 each)

\$52.50

doma Ande

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

Sincerely,

Lorna Grade

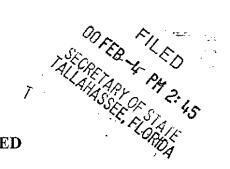
President

Enclosures (2)

Amend

V. SHEPARD FEB 1 4 2000

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION DEFINITIVE HEALTH SERVICES, INCORPORATED



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

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:

June 22, 1993 Article XIV 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 | 1 | |

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 15+ day of February - | 2000 ,19 . |
|-----------|---|--------------------------|
| Signature | dorna Grode | |
| _ | (By the Chairman or Vice Chairman of the Board of Directors, President or other the shareholders) | officer if adopted by |

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

President

Title