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BASIC AMENDMENT
PROVIDER SOLUTIONS CORP.

Certificate of Status	1
Certified Copy	1
Page Count	02
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Amendment
12/6/01

DC

**ARTICLES OF AMENDMENT
OF
PROVIDER SOLUTIONS CORP.**

To the Department of State
of the State of Florida:

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Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act (the "FBCA"), the corporation hereinafter named (the "Corporation") does hereby amend its Articles of Incorporation, as heretofore amended.

1. The name of the Corporation is Provider Solutions Corp. and its Articles of Incorporation were filed and became effective on September 16, 1992.
2. The text of the Articles of Amendment to the Articles of Incorporation of the Corporation, as further amended hereby, is annexed hereto and made a part hereof.

* * * * *

CERTIFICATE

It is hereby certified that:

1. The annexed amendment (the "Articles Amendment") contains amendments to the Articles of Incorporation of the Corporation requiring shareholder approval.
2. The Articles of Incorporation of the Corporation are hereby amended so as henceforth to read as set forth in the Articles of Amendment annexed hereto and made a part hereof.
3. The date of adoption of the aforesaid Articles Amendment by the Board of Directors and the shareholders of the Corporation was December 4, 2001.
4. The number of votes cast for the Articles of Amendment by the shareholders of the Corporation was sufficient for the approval thereof.
7. The above-described action taken by the Shareholders was given by written consent, without a meeting, in accordance with Section 607.0704 of the FBCA.

Executed on December 6, 2001

PROVIDER SOLUTIONS CORP.

By: /s/ Richard A. Marriott
Name: Richard A. Marriott
Title: President

**ARTICLES OF AMENDMENT
OF
PROVIDER SOLUTIONS CORP.**

The name of the corporation is Provider Solutions Corp. (the "Corporation").

The text of Article III is hereby amended to read as follows:

ARTICLE III

Capital Stock

The aggregate number of shares of capital stock, which the Corporation shall have authority to issue, shall be THIRTY MILLION (30,000,000) shares of Common Stock with a par value of \$.01 per share. The consideration for the issuance of shares of said stock may be paid in any manner permitted by the laws of the State of Florida.