

G31991

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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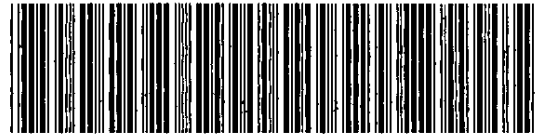
(Business Entity Name)

(Document Number)

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2008 JUN 13 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend + NYC

TB

1-16-08

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** HEALTHWORKS, INC.

**DOCUMENT NUMBER:** G31991

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

EUGENE P. SAMUELS

(Name of Contact Person)

IN-HOUSE COUNSEL, P.A.

(Firm/ Company)

4601 W. Flint Street

(Address)

Chandler, AZ 85226

(City/ State and Zip Code)

For further information concerning this matter, please call:

EUGENE P. SAMUELS

(Name of Contact Person)

at ( 480 ) 393-0684

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &  
Certificate of Status

\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

\$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

  
**HEALTHCARE COUNSEL**  
A P R O F E S S I O N A L A S S O C I A T I O N

June 10, 2008

Ms. Theresa Brown  
Division of Corporations  
State of Florida  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Amendment for Healthworks, Inc.

Dear Ms. Brown:

Thank you for your telephone call this morning. After further consideration following our discussion, I decided that a corporate amendment changing both the name of the corporation and its purpose to reflect it is a professional corporation is all that is necessary, and that a merger of the two corporations is not necessary.

Therefore, to be clear, please change the name of Healthworks, Inc. to Healthcare Counsel, P.A., and file the Articles of Amendment changing its purpose to that of a professional corporation.

The other corporation, In-House Counsel, P.A. can be dissolved.

As you know, the \$35.00 fee was sent previously.

Please let me know if anything further is needed.

Sincerely,



Eugene P. Samuels

RECEIVED  
2008 JUN 11 8:00 AM  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

FILED  
2008 JUN 13 PM 3:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

HEALTHWORKS, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

G31991

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

HEALTHCARE COUNSEL, P.A.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")  
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

**PURPOSE** - The purpose of this professional corporation is to provide legal  
consultation, representation, and related services.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: April 28th, 2008

Effective date if applicable: April 28th, 2008  
(no more than 90 days after amendment file date)

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

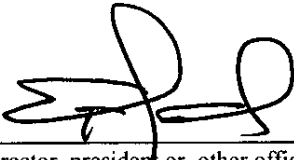
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

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.

Signature   
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

EUGENE P. SAMUELS  
(Typed or printed name of person signing)

PRESIDENT AND SOLE SHARHOLDER  
(Title of person signing)

**FILING FEE: \$35**