

P98000040984

IN-HOUSE COUNSEL
HEALTH CARE
A PROFESSIONAL ASSOCIATION

March 24, 1999

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

300002821833--4
-03/29/99-01096-016
*****35.00 *****35.00

Re: Articles of Amendment

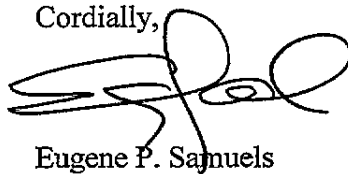
Ladies and Gentlemen:

Enclosed herewith are the Articles of Amendment for In-House Counsel Healthcare, P.A., changing the name of the corporation to "In-House Counsel, P.A.", along with a check in the amount of \$35.00 for filing fees.

Should any need for additional information be required, please contact me at the numbers below.

Thank you.

Cordially,



Eugene P. Samuels

enclosures

FILED
99 MAR 29 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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200
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3-29-99
CW

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

In-House Counsel Healthcare, P.A.

(present name)

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)

Amend Article 1 - Name of
Corporation to:

In-House Counsel, P.A.

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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:

None.

THIRD: The date of each amendment's adoption: _____

3/1/99

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 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.

Signed this 23rd day of March, 19 99.

Signature  President
(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)

 Typed or printed name

 Title