

This instrument prepared by:
W. Jonathan Daniel
Johnston Barton Proctor & Powell LLP
2900 AmSouth/Harbert Plaza
1901 Sixth Avenue North
Birmingham, Alabama 35203

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
CARECORPS ALABAMA II, INC.**

Inst # 1998-50819

12/21/1998-50819
12:53 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
003 SNA 35.00

Pursuant to the provisions of Alabama Code § 10-2B-10.06, the undersigned corporation hereby reports and certifies the adoption of the following Amendment to its Articles of Incorporation:

1. The name of the corporation is CARECORPS Alabama II, Inc.
2. The amendment adopted is as follows:


Article I of the Articles of Incorporation is hereby deleted in its entirety and the following substituted in lieu thereof:

"The name of the corporation shall be: Care Center of Red Bay, Inc."

3. The said amendment was duly approved by all of the directors and shareholders of the corporation as of August 10, 1998, as required by Alabama Code §10-2B-10.03.
4. These Articles of Incorporation shall be effective January 1, 1999.
5. (a) The number of shares of common stock of the corporation outstanding and entitled to vote at the time of such adoption was 1,000 shares of common stock.
(b) The number of shares voted for said amendment was 1,000 and the number of shares voted against was 0.

IN WITNESS WHEREOF, the undersigned Corporation has caused these Articles of Amendment to be executed in its name, duly authorized, on this 10th day of December, 1998.

CARECORPS Alabama II, Inc.

By: 
John W. Jamison, III
President

STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Care Center of Red Bay, Inc.

This domestic corporation name is proposed to be incorporated in Shelby County and is for the exclusive use of Kimi L Harrison, 1901 Sixth Ave North, Birmingham, AL 35203-2618 for a period of one hundred twenty days beginning December 17, 1998 and expiring April 17, 1999.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

December 17, 1998

Date

Jim Bennett

Jim Bennett

Secretary of State

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