



C O M M O N W E A L T H   O F   P E N N S Y L V A N I A

D E P A R T M E N T   O F   S T A T E

JUNE 20, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

WASSEROTT'S, LTD.

I, Kim Pizzingrilli, Secretary of the Commonwealth of Pennsylvania do hereby certify that the foregoing and annexed is a true and correct photocopy of Articles of Amendment

which appear of record in this department

IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.



*Kim Pizzingrilli*

Secretary of the Commonwealth

JSOW

Microfilm Number: \_\_\_\_\_  
 Entry Number: 6321  
 Filed with the Department of State on \_\_\_\_\_ 1996  
 Secretary of the Commonwealth *[Signature]*

**ARTICLES OF AMENDMENT-DOMESTIC  
 BUSINESS CORPORATION (15 Pa. C.S. Section 1915)**

In compliance with the requirements of 15 Pa.C.S. §1915 (relating to articles of amendment) the undersigned business corporation, desiring to amend its Articles, hereby state(s) that:

1. The name of the corporation is: Wasserott's Medicare Service, Inc.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) Route 309 Luzerne Dallas Highway, P. O. Box 195, Luzerne, Pennsylvania, 18709, Luzerne County.

(b) c/o: Same

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Business Corporation Law of 1933, as amended.

4. The date of its incorporation is: May 24, 1976.

5. (Check, and if appropriate complete, one of the following):

The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

The amendment shall be effective on: \_\_\_\_\_ (date) at \_\_\_\_\_ (hour).

6. (Check one of the following):

The amendment was adopted by the shareholders (or members) pursuant to 15 Pa. C.S. §1914(c)

     The amendment was adopted by the board of directors pursuant to 15 Pa. C.S. §1914(c).

7. (Check, and if appropriate complete, on of the following):

     The amendment adopted by the corporation, set forth in full, is as follows:

The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof.

8. (Check if the amendment restates the Articles):

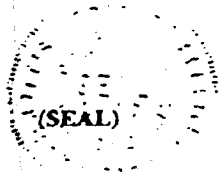
     The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 29<sup>th</sup> day of May, 1996.

WASSEROTT'S MEDICARE SERVICE, INC.

BY: [Signature]  
H. RONALD PIETRACCINI, President

BY: [Signature]  
JOSEPH A. LUKESH, Secretary



**ACTION BY UNANIMOUS CONSENT IN WRITING OF  
THE SHAREHOLDERS OF  
WASSEROTT'S MEDICARE SERVICE, INC.**

THE UNDERSIGNED, being all of the Shareholders of WASSEROTT'S MEDICARE SERVICE, INC., a Pennsylvania corporation ("Corporation"), hereby adopts by this Unanimous Consent in Writing, in accordance with Section 1766(c) of the Business Corporation Law of 1988, the following resolutions with the same force and effect as if they had been unanimously adopted at a duly convened meeting of the Shareholders of the Corporation:

RESOLVED, that the Corporation change its name to: WASSEROTT'S, Ltd.

FURTHER RESOLVED, that the Officers of this Corporation are hereby authorized to do all other things necessary and proper to carry out the foregoing Resolutions.

  
PAUL D. WASSEROTT, JR., Shareholder

  
H. RONALD PIETRACCINI, Shareholder

DATED: May 29th, 1996