



Department of State.

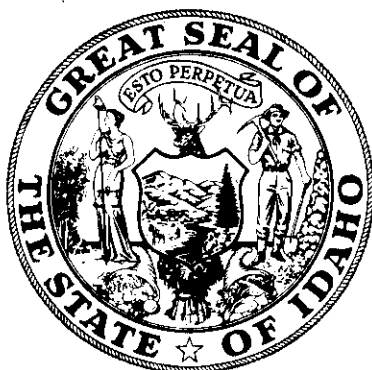
AMENDED CERTIFICATE OF AUTHORITY

OF
Health Facilities Development Corporation
~~HOSPITAL AFFILIATES MANAGEMENT CORPORATION~~

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that
duplicate originals of an Application of *Health Facilities Development Corporation*
~~HOSPITAL AFFILIATES MANAGEMENT CORPORATION~~
_____ for an Amended Certificate of Authority to transact business in
this State, duly signed and verified pursuant to the provisions of the Idaho Business Corporation
Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended
Certificate of Authority to ~~HOSPITAL AFFILIATES DEVELOPMENT CORPORATION~~
_____ to transact business in this State under the name ~~HOSPITAL~~
~~AFFILIATES DEVELOPMENT CORPORATION~~ and attach hereto a duplicate
original of the Application for such Amended Certificate.

Dated February 19, 19 80.



Pete T. Cenarrusa
SECRETARY OF STATE

Corporation Clerk

**APPLICATION FOR AMENDED CERTIFICATE
OF AUTHORITY**

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-118, **Idaho Code**, the undersigned corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

1. A Certificate of Authority was issued to the corporation by your office on November 13, 19 79, authorizing it to transact business in the State of Idaho under the name of HEALTH FACILITIES DEVELOPMENT CORPORATION

2. Its corporate name has been changed to HOSPITAL AFFILIATES DEVELOPMENT CORPORATION

(Note: If the corporation name has not been changed, insert "No change.")

3. The name which it shall use hereafter in the State of Idaho is HOSPITAL AFFILIATES DEVELOPMENT CORPORATION

Note: If the corporate name has been changed and the new name of the corporation does not contain the word "corporation," "company," "incorporated," or "limited," or any abbreviation of one of such words, insert the name of the corporation with the word or abbreviation which it elects to add thereto for use in Idaho. If a professional service corporation, add the appropriate word in place of those listed above.)

4. It desires to pursue in the transaction of business in the State of Idaho purposes other than or in addition to those set forth in its prior application for certificate of authority, as follows:

no change

(Note: If no additional purposes are proposed, insert "No change.")

Dated _____, 19 80

HOSPITAL AFFILIATES DEVELOPMENT CORPORATION

By _____

Its _____ President

And _____

Its _____ Secretary

STATE OF Tennessee)

COUNTY OF Davidson) ss:

I, Annelle Burgess, a notary public, do hereby certify that on this 11th day of February, 19 80, personally appeared

(continued on reverse)

before me Kenneth L. Surges, who being by me first duly sworn,
declared that he is the President of _____

HOSPITAL AFFILIATES DEVELOPMENT CORPORATION

that he signed the foregoing document as President of the corporation and
that the statements therein contained are true.

Annetta Surges
Notary Public

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

* * * * *

HEALTH FACILITIES DEVELOPMENT CORPORATION, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, DOES HEREBY CERTIFY.

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of HEALTH FACILITIES DEVELOPMENT CORPORATION be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

"The name of the corporation shall be HOSPITAL AFFILIATES DEVELOPMENT CORPORATION."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in

accordance with the applicable provisions of sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said HEALTH FACILITIES DEVELOPMENT CORPORATION has caused this certificate to be signed by

KENNETH R. BURRESS its President, and attested by
RONALD P. SOLTMAN, its Secretary, this 4th day of
February, 1980.

HEALTH FACILITIES DEVELOPMENT CORPORATION

By Kenneth R. Burress
President

ATTEST:

By Ronald P. Soltman
Secretary

CORPORATE SEAL

ACKNOWLEDGEMENT

STATE OF TENNESSEE)
COUNTY OF DAVIDSON)

On this the 4th day of February, 1980, before me, Annetta Burgess, the undersigned officer, personally appeared Kenneth R. Burress and Ronald P. Soltman, who acknowledged themselves to be the President and Secretary respectively of Health Facilities Development Corporation, a Delaware corporation, and that they as President and Secretary being authorized to do so, known to me to be the persons whose names are subscribed to the within, executed the same for the purposes therein contained, by signing the name of the corporation, by themselves as President and Secretary.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

NOTARIAL SEAL

Annetta Burgess
Notary Public in and for the
County of Davidson

(SEAL)

My Commission Expires: 1-18-82

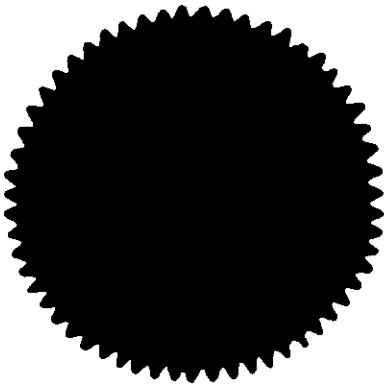


State of DELAWARE

Office of SECRETARY OF STATE

I, Glenn C. Kenton Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of the "HEALTH FACILITIES DEVELOPMENT CORPORATION", as
received and filed in this office the sixth day of February, A.D. 1980, at 10
o'clock A.M.

In Testimony Whereof, *I have hereunto set my hand*
and official seal at Dover this sixth *day*
of February *in the year of our Lord*
one thousand nine hundred and eighty.



Glenn C. Kenton

Glenn C. Kenton, Secretary of State