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COR AMND/RESTATE/CORRECT OR O/D RESIGN

PENSACOLA REAL ESTATE HOLDINGS I, INC.

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Articles of Amendment
to
Articles of Incorporation
of

PENSACOLA REAL ESTATE HOLDINGS I, INC.

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

P00000083366

(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):

(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)

Article II, Principal Office is hereby amended to read:

The principal place of business and mailing address of this Corporation shall be
4445 Willard Avenue, 12th Floor, Chevy Chase, MD 20815.

The names and addresses of the officers and directors are hereby amended
as per the attached Exhibit A.

(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)

N/A

(continued)

The date of each amendment(s) adoption: April 30, 2007

Effective date if applicable: N/A
(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)

Carolyn Silva-Quagliato
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

FILING FEE: \$35

Pensacola Real Estate Holdings I, Inc.

<u>Officers</u>	<u>Title</u>	<u>Address</u>
Jim Pieczynski	President	30699 Russell Ranch Road Suite 200 Westlake Village, CA 91362
Liza Stone	Vice President and Secretary	30699 Russell Ranch Road Suite 200 Westlake Village, CA 91362
Jeffrey Lipson	Vice President And Treasurer	4445 Willard Avenue Chevy Chase, MD 20815
Pierrette Bradshaw	Assistant Secretary	4445 Willard Avenue Chevy Chase, MD 20815
Carolyn Silva-Quagliato	Assistant Secretary	4445 Willard Avenue Chevy Chase, MD 20815

<u>Directors</u>	<u>Address</u>
Jim Pieczynski	30699 Russell Ranch Road Suite 200 Westlake Village, CA 91362

LEGAL #49387-v1-Ocean_Springs_Nursing_Officers