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LIMITED LIABILITY AMENDMENT

PHG - HILLS, LLC

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H03000340210 3

**SECOND ARTICLES OF AMENDMENT
OF
THE ARTICLES OF ORGANIZATION
OF
PHG - HILLS, LLC**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, PHG - HILLS, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were filed with the Florida Department of State on October 17, 2001 adopts the following articles of amendment to its Articles of Organization.

ARTICLE I

The name of the Company is PHG - Hills, LLC.

ARTICLE II

Article I of the Company's Articles of Organization is deleted in its entirety and the following is substituted in its stead:

The name of the Limited Liability Company is PHG - Forman, LLC.

ARTICLE III

These articles of amendment shall be effective at the time of its filing with the Florida Department of State.

Filed by: J. Garstenfeld, Corp. Legal Asst.
Stearns Weaver Miller Weisaler, et al
150 West Flagler Street, Suite 2200
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H03000340210 3

IN WITNESS WHEREOF, the undersigned has signed the Articles of Amendment of the Articles of Organization as the Member pursuant to the provisions of Section 608.408 of the Florida Limited Liability Company Act.

DATED: December 22, 2003

PHG GP HOLDINGS, LLC, a Florida limited liability company, its sole Member

By: 

David O. Deutch, Vice President

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