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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 137800 5042714

AUTHORIZATION

COST LIMIT : \$ 52.50

FILED
03 JUL 18 PM 3:48
TALLAHASSEE, FLORIDA

ORDER DATE : June 18, 2003

ORDER TIME : 10:49 AM

ORDER NO. : 137800-015

CUSTOMER NO: 5042714

CUSTOMER: Ms. Laurie W. Matthews
Healthcare Realty Trust
3310 West End Avenue
Suite 700
Nashville, TN 37203

FOREIGN FILINGS

NAME: CAPSTONE OF SARASOTA, LTD.

~~FILE FIRST***~~

XX LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

**CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
OF**

CAPSTONE OF SARASOTA LTD.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

The name of the limited partnership is now amended to:

HR OF SARASOTA, LTD.

John M. Bryant, Jr. VP of General partner
(Signature of a General Partner)

John M. Bryant, Jr., Vice President of HRT Holdings, Inc. its GP

(Typed or printed name of General Partner signing above)

STATE OF Tennessee

COUNTY OF Davidson

On this 15th day of May, 2003, John M. Bryant, JR. personally appeared before me,



who is personally known to me



whose identity I proved on the basis of _____

Laurie Wagner Matthews
(Notary Public Signature)

Laurie Wagner Matthews
Notary Public at Large Davidson County
My Commission Expires May 30, 2007

Seal

— My Commission Expires:

03 JUL 18 PM 3:48
FILED
STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT
TO
APPLICATION FOR REGISTRATION
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(Insert name currently on file with Florida Dept. of State)

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HR OF SARASOTA, LTD.

John Bryant, Jr. VP & General partner
(Signature of a General Partner)

John M. Bryant, Jr., Vice President of HRT Holdings, Inc. its GP
(Typed or printed name of General Partner signing above)

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whose identity I proved on the basis of _____

Laurie Wagner Matthews
(Notary Public Signature)

Laurie Wagner Matthews
Notary Public at Large Davidson County
My Commission Expires: May 30, 2007

Seal

My Commission Expires:

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03 JUL 18 PM 3:48
TALLAHASSEE FLORIDA

CAPSTONE OF SARASOTA, LTD.
CONSENT OF THE GENERAL PARTNER

May 15, 2003

FILED
JUL 18 AM 3:48
JUL 18 2003
TALLAHASSEE, FLORIDA
33

Pursuant to the Alabama Limited Partnership Act of 1983 and the Agreement and Certificate of Limited Partnership of **CAPSTONE OF SARASOTA LTD.**, (the "LP"), the following resolutions are hereby adopted, ratified and approved by written consent on behalf of the LP, by the undersigned general partner of the LP:

WHEREAS, the General Partner of the LP desires to change the name of the LP from Capstone of Sarasota, Ltd. to HR of Sarasota, Ltd.; and

WHEREAS, the General Partner hereby directs that the name of the LP be, and it hereby is changed to HR of Sarasota, Ltd, and the Secretary of the General Partner is hereby authorized and directed to have prepared, executed and filed with the Alabama Secretary of State and the Clerk of the Probate Court of Jefferson County, Alabama, an amendment to the LP's Agreement and Certificate of Limited Partnership reflecting the new name; and

WHEREAS, the General Partner also authorizes the Secretary to file such amendments as are necessary to effect the name change in all States in which the LP is qualified to do business.

WHEREAS, the General Partner wishes to change the LP's registered agent and registered office address in the State of Florida from CT Corporation at 1200 South Pine Island Road, Plantation, Florida 33324 to the Corporation Service Company, whose address is 1201 Hays Street, Tallahassee, Florida 32301; and

RESOLVED, by the General Partner that the name of the LP be, and it is hereby, changed to HR of Sarasota, LTD., and the Secretary of the General Partner is hereby authorized and directed to have prepared, executed and filed with the Alabama Secretary of State and the Clerk of the Probate Court of Jefferson County, Alabama, an amendment to the Agreement and Certificate of Limited Partnership reflecting the LP's new name; the form of which is attached hereto as Exhibit A and

RESOLVED, by the General Partner that the Secretary of the LP is further authorized and directed to have prepared, executed and filed with the Florida Department of State an Application to amend its Agreement and Certificate of Limited Partnership, reflecting the LP's new name; the new registered agent as Corporation Service Company and new registered office address as 1201 Hays Street, Tallahassee, Florida 32301, the form of which is attached hereto as Exhibit A-1 and

FURTHER RESOLVED, by the General Partner that the Agreement of Certificate of Limited Partnership of the LP be amended to reflect the new name of the LP; the form of which amendment is attached hereto as Exhibit B.

IN WITNESS WHEREOF, the undersigned have signed this Consent dated as of the date first written above.

CAPSTONE OF SARASOTA, LTD.
BY: HRT HOLDINGS, INC.
its General Partner



David R. Emery, President

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JUL 18 PM 3:48
CLERK OF DISTRICT COURT
MILLAND COUNTY, FLORIDA

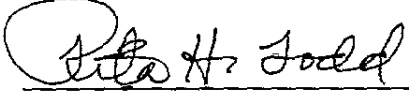
Exhibit B

Amendment of the Agreement and Certificate of Limited Partnership of
CAPSTONE OF SARASOTA, LTD.

In accordance with Article 2., Section 2.3 of the Agreement and Certificate of Limited Partnership, name of the Limited Partnership is hereby amended to reflect the change of the name of the Limited Partnership from Capstone of Sarasota, Ltd to:

HR OF SARASOTA, LTD.

This amendment was approved by written consent by the general partner of the partnership on May 15, 2003 and filed with the books and records of the limited partnership.


Rita H. Todd, Secretary of the
General Partner

Dated this the 15th day of May, 2003.

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