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LIMITED LIABILITY AMENDMENT

ATLANTIS DIALYSIS CENTER, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
ATLANTIS DIALYSIS CENTER, LLC**

A Florida Limited Liability Company

FIRST: The date of filing of the Articles of Organization was December 23, 2003.

SECOND: The following amendment to the Articles of Organization was duly adopted by the limited liability company on May 28, 2004 to amend and restate Article VII in its entirety as follows:

***ARTICLE VII - MANAGEMENT**

The limited liability company is to be managed by its members. The name and address of the managing members of the limited liability company:

JOSE F. ARRASCUE, M.D.
JOSHUA BAILIN, M.D.
DAVID HALPERT, M.D.
MARCO G. FARIAS, M.D.
JHON GUZMAN-RIVERA, M.D.
OSVALDO F. VALENZUELA, M.D.
5503 South Congress Avenue, Suite No. 101
Atlantis, FL 33462

IN WITNESS WHEREOF, the undersigned, being all the members of the limited liability company, have set their hand and seals this 28th day of May, 2004.


JOSE F. ARRASCUE, M.D.


JOSHUA BAILIN, M.D.


DAVID HALPERT, M.D.


MARCO G. FARIAS, M.D.


JHON GUZMAN-RIVERA, M.D.


OSVALDO F. VALENZUELA, M.D.