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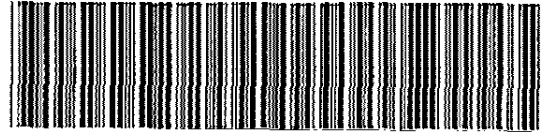
(Business Entity Name)

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TALLAHASSEE, FLORIDA

J. BRYAN MAY - 5 2004

**JOHN H. RAINS III, P.A.**  
ATTORNEYS AT LAW

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JOHN H. RAINS III  
MARY JO KUUSELA

April 28, 2004

**Via Federal Express Tracking No. 7912 2460 7020**

Department of State  
Division of Corporations  
Corporate Filings  
409 East Gaines Street  
Tallahassee, FL 32399

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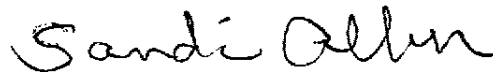
Re: Catalina Health Care Associates, LLC

Dear Sir/Madam:

Enclosed is an original of executed Amended and Restated Articles of Organization for the above entity. Also enclosed is a check payable to Florida Department of State in the amount of \$25.00 for the filing fee.

Please contact the undersigned if there are any questions.

Sincerely,



Sandra S. Albee  
Legal Assistant to  
John H. Rains, III

Enc.

cc: Patrick Duplantis (w/enc.)

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
CATALINA HEALTH CARE ASSOCIATES, LLC**

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TALLAHASSEE, FLORIDA

1. Name. The name of this limited liability company is CATALINA HEALTH CARE ASSOCIATES, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing on January 15, 2004, the date of filing the Articles of Organization with the Florida Department of State, unless these Articles of Organization or the operating agreement of the Company provide otherwise.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and business that may be conducted by a limited liability company under the laws of Florida.

4. Principal Place of Business. The Company's principal place of business is 820 N. Clyde Morris Blvd., Daytona Beach, FL 32117.

5. Mailing Address. The Company's mailing address is 10210 Highland Manor Drive, Suite 250, Tampa, FL 33610.

6. Registered Agent and Office. The name of the initial registered agent of the Company is CT Corporation System. The street address of the initial registered agent of the Company is 1200 South Pine Island Road, Plantation, FL 33324.

7. Debts and Liabilities. No member of the Company will be liable for the debts and liabilities of the Company.

The undersigned executed these Amended and Restated Articles of Organization on the 27 day of April, 2004, in accordance with §608.411, Florida Statutes.

SIGMA HEALTH CARE PROPERTIES, LLC, Member

By:   
Authorized Representative