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ARTICLES OF AMENDMENT

TO THE ARTICLES OF ORGANIZATION OF

ESSENTIA SENIOR LIVING, L.L.C.

The undersigned, certifies that:

- 1. Proformance Senior Living Management, L.L.C., a Pennsylvania limited liability company, is the Member of ESSENTIA SENIOR LIVING, L.L.C., a Florida limited liability company, whose Articles of Organization were filed with the Secretary of State, State of Florida, on February 27, 2004, as amended by those certain Articles of Amendments to the Articles of Organization filed with the Secretary of State, State of Florida, on May 19, 2005,
- 2. The following Amendment to the Articles of Organization was adopted by the Limited Liability Company.
- 3. ARTICLE IV of the Articles of Organization is hereby amended in its entirety to read as follows:

ARTICLE IV MANAGEMENT AND POWERS

The business and affairs of the Limited Liability Company shall be managed by one or more Managers elected as provided in the Operating Agreement of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned Member of the Limited Liability Company has executed these Articles of Amendment this _____ day of ______ 2005.

Proformance Senior Living Management, L.L.C., a Pennsylvania limited liability company

Edward T. Yarish, as its Manager