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LIMITED LIABILITY AMENDMENT

PHOENIX PHYSICIANS OF THE NORTHEAST, LLC

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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF PHOENIX EMERGENCY PHYSICIANS OF THE NORTHEAST, LLC

FIRST:

The name of the limited liability company is Phoenix Physicians of the Northeast,

LLC (the "Company")

SECOND:

The date of filing of the Articles of Organization of the Company was March 1

2004.

THIRD:

The following amendment to the Articles of Organization was adopted by the

Company:

Article I of the Articles of Organization of the Company is hereby amended in its

entirety to read as follows:

"1. The name of the limited liability company is Phoenix Emergency

Physicians of the Northeast, LLC."

FOURTH:

All other provisions of the Articles of Organization of the Company shall remain

in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Amendment to the Articles of Organization as of the 24th day of March, 2004.

/s/ Jav M. Sakalo

Jay M. Sakalo, Authorized Representative