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LIMITED LIABILITY AMENDMENT
SOUTH BROWARD SURGICAL GROUP, LLC

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
SOUTH BROWARD SURGICAL GROUP, LLC**

FIRST: The date of filing of the Articles of Organization was June 9, 2004, and was assigned document number L04000043542.

SECOND: The following amendments to the Articles of Organization were adopted by the limited liability company:

1. Article II is hereby deleted in its entirety and in lieu thereof the following Article II is inserted:

"

ARTICLE II - ADDRESS

The street address of the principal office of the Limited Liability Company is:

603 N. Flamingo Road, Suite 258
Pembroke Pines, Florida 33028.

The mailing address of the Limited Liability Company is:

603 N. Flamingo Road, Suite 258
Pembroke Pines, Florida 33028."

2. Article VI is hereby added and inserted:

"

ARTICLE VI - DURATION

This Limited Liability Company commenced its existence as of June 9, 2004, and shall exist until September 30, 2050 when its business and affairs shall be dissolved in accordance with the Florida Limited Liability Company Act and the Operating Agreement unless the Company shall be sooner dissolved and its affairs wound up in accordance with the Florida Limited Liability Company Act and/or the Operating Agreement."

3. Article VII is hereby added and inserted:

"

**ARTICLE VII - ADMISSION OF
ADDITIONAL MEMBERS / RESTRICTION ON TRANSFERS**

No member or members of the limited liability company shall have the right to assign their interest in the limited liability company, whether voluntarily

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or involuntarily, and no additional members shall be admitted to the Company, without the unanimous written agreement of all of the members (the "Required Unanimous Vote"), unless otherwise provided in the limited liability company's Operating Agreement. If an assignment of a membership interest is not approved by the Required Unanimous Vote, the assignee (which includes, without limitation, the holder of a charging order) shall have no right to (i) become a member of the limited liability company, (ii) participate in the management of the limited liability company, or (iii) exercise any rights or powers of a member and/or manager. The assignee shall merely be entitled to receive the share of profits and other distributions to which the assignor was entitled, to the extent assigned. Any such assignee (which includes, without limitation, the holder of a charging order) shall be allocated and report all items of income, gain, loss, deduction, credit or other tax allocation (a "Taxable Item") on such assignee's income tax returns each year to the same extent the assignor would have been allocated such Taxable Items and the assignee shall receive the federal and all relevant state Forms K-1 with respect to such allocations. Each Member (and any future assignee(s), including, without limitation, the holder of a charging order) is put on notice that (i) the Managers may make investment decisions that may produce significant income tax liability to the Members and assignees and that corresponding distributions with which to pay such income tax liability may not be made and (ii) that the terms of the operating agreement provide that (a) this is reasonable, and (b) does not constitute a breach of fiduciary duty by the Managers. Each Member (and any future assignee(s), including, without limitation, the holder of a charging order) is put on notice that (i) the Managers may make investment decisions that may produce significant income tax liability to the Members and assignees and that corresponding distributions with which to pay such income tax liability may not be made and (ii) that the terms of the operating agreement provide that (a) this is reasonable, and (b) does not constitute a breach of fiduciary duty by the Managers."

The undersigned Member has executed these Articles of Amendment to Articles of Organization of SOUTH BROWARD SURGICAL GROUP, LLC, this 22 day of November, 2004.


DEXTER SEREDA, Member

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