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July 6, 2004

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: LLC: LIFELINE MEDICAL GROUP, LLC

Doc # L04000048047

Dear Madam or Sir:

Enclosed please find Amendment to the Articles of Organization of Lifeline Medical Group, LLC, a Florida limited liability company together with a check for \$25.00 for the filing fees. Please file same and return a conformed copy to the undersigned.

Should you have any questions, please call. Thank you.

Very truly yours,



Jonathan P. Kross

JPK:cm

Encl.

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TALLAHASSEE, FL

AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
LIFELINE MEDICAL GROUP, LLC

(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was:
June 28, 2004 (Under document number L04000048047)

SECOND: The following amendment(s) to the articles of organization were adopted by the limited liability company:

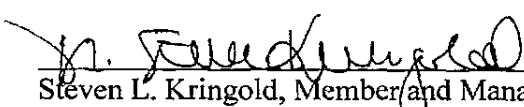
There shall be two (2) classes of membership; a voting class and non voting class. The initial members shall control the voting class of membership and may allow additional members to be admitted to the company upon the terms and conditions set forth in the Operating Agreement executed by the members. The initial members of the voting class of membership shall be Steven L. Kringold, Ronald J. Obsgarten and Jonathan P. Kross. All additional members admitted to the company shall be non-voting members.

The limited liability company shall be managed by one or more managers and shall, therefore be, a manager - managed company. The name of the initial Managers are Steven L. Kringold, Ronald J. Obsgarten and Jonathan P. Kross.

Where not inconsistent with the laws of Florida and specifically with Chapter 608, Florida Statutes, the written Operating Agreement among the members of the company shall control.

THIRD: These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with section 608.411.

Dated this 6 day of July, 2004



Steven L. Kringold, Member and Manager