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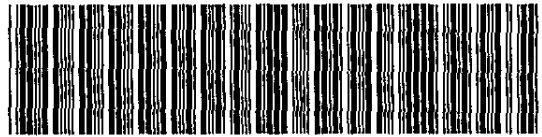
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22



David F. Hanley, Esq.
Email: dfh@angelolaw.com

February 16, 2006

VIA FEDERAL EXPRESS

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

RE: Amended and Restated Articles of Organization of HSG Long Term Care, LLC

Dear Sir or Madam:

Enclosed please find Amended and Restated Articles of Organization of HSG Long Term Care, LLC, formerly known as NCP6, LLC, along with a check in the amount of \$25.00 representing the filing fee for same.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

DAVID F. HANLEY

DFH/jlt
Enclosures

cc: George J. Bubrick

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
HSG LONG TERM CARE, LLC**

(Formerly Known As NCP6, LLC)

The undersigned, intending to amend and restate those certain Articles of Organization for NCP6, LLC filed on August 1, 2005, under the Florida Limited Liability Company Act, declares that the following Amended and Restated Articles of Organization shall serve as the Charter and authority for the conduct of business of HSG LONG TERM CARE, LLC, a Florida limited liability company.

**ARTICLE I
NAME**

The name of this limited liability company shall be HSG LONG TERM CARE, LLC.

**ARTICLE II
ADDRESS**

The street address and mailing address of the principal office of this limited liability company shall be:

2510 Del Lago Drive
Fort Lauderdale, Florida 33316

**ARTICLE III
DURATION**

The duration of this limited liability company shall be perpetual, unless dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the Members.

**ARTICLE IV
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The name of this limited liability company's initial registered agent is David F. Hanley, Esq., and the address of the initial registered office is 515 East Las Olas Boulevard, Suite 850, Fort Lauderdale, Florida 33301.

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**ARTICLE V
PURPOSES AND POWERS**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE VI
MANAGEMENT**

The limited liability company is to be managed by a Manager appointed by the Members in accordance with the terms of the Operating Agreement. The name and address of the initial Manager, who shall serve until the first annual meeting of the Members or until his successor is elected and qualified, is as follows:

George J. Bubrick
2510 Del Lago Drive
Fort Lauderdale, Florida 33316

The undersigned, being an initial Member of this limited liability company, hereby certifies that this instrument constitutes the Amended and Restated Articles of Organization of HSG LONG TERM CARE, LLC.

Executed on this 14th day of February, 2006.

MEMBER:

NURSE CONNECTION, INC., a
Florida corporation

By: _____

George J. Bubrick
President

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SECRETARY OF STATE
DIVISION OF CORPORATIONS