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September 12, 2007

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\*BOARD CERTIFIED IN CONSTRUCTION LAW

Florida Department of State
The Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: Document No. L05000091740: Parkway Professional Center, LLC

To Whom It May Concern:

Enclosed are an original and one copy of Certificate of Amendment of Articles of Organization of Parkway Professional Center, LLC. Please file the original Certificate of Amendment and certify and return the copy to me.

Included for filing with the Department of State are the following resignations:

Resignation of Registered Agent

\$85.00 filing fee

Resignation of Manager

\$25.00 filing fee

Our firm check in the amount of \$135.00 is enclosed to cover the filing fee for the Certificate of Amendment, and the two resignations.

If you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Mancy Barnes
Nancy Barnes, Paralegal

NRB/jlh Enclosures

cc: Parkway Professional Center, LLC

# CERTIFICATE OF AMENDMENT OF ARTICLES OF ORGANIZATION OF

#### PARKWAY PROFESSIONAL CENTER, LLC

#### THIS IS TO CERTIFY THAT:

MGR

FIRST: This Certificate amends the Articles of Organization (the "Articles") of Parkway

Professional Center, LLC.

SECOND: The Articles were filed with the Florida Department of State on September 12, 2005,

and assigned Document Number L05000091740.

THIRD: Article III and Article IV of the Articles - - Registered Agent and Manager(s) - -

previously provided as follows:

## ARTICLE III INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of the Company are: W. Parkinson Myers, 3340 Crenshaw Lake Road, Lutz, Florida 33548.

#### ARTICLE IV

#### MANAGER(S) OR MANAGING MEMBER(S)

<u>Title:</u> <u>Name and Address:</u>

W. Parkinson Myers 3340 Crenshaw Lake Road

Lutz, Florida 33548.

FOURTH: Article III and Article IV of the Articles, as amended, provide as follows:

#### ARTICLE III: Registered Office and Agent

The name and street address of the registered agent and office of the Company are:

Gregory E. Van Bebber, as Trustee of the

Gregory E. Van Bebber Revocable Trust dated September 10, 2002

220 Nevel Road Lutz, FL 33549

#### ARTICLE IV: Manager(s) or Managing Member(s)

The limited liability company is to be managed by one (1) manager and the name and address of the manager of the Company are:

Gregory E. Van Bebber, as Trustee of the Gregory E. Van Bebber Revocable Trust dated September 10, 2002 220 Nevel Road Lutz, FL 33549

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed and is being filed in accordance with Section 608.411 F.S., this /o± day of September, 2007.

W. Parkinson Myers, Managing Member

### ACCEPTANCE OF REGISTERED AGENT / REGISTERED OFFICE

The undersigned, having been named in the Articles of Organization of Parkway Professional Center, LLC, as registered agent and to accept service of process for this limited liability company at the place designated at Article III, hereby accepts the appointment as registered agent and agrees to act in this capacity.

I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent of the Company.

Name: Gregory E. Van Bebber, as Trustee of the Gregory E. Van Bebber Revocable Trust

dated September 10, 2002

Registered Agent 220 Nevel Road Lutz, FL 33549

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