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**ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
GARDENS MEDICAL PAVILION, LLC**

Pursuant to Section 605.0202 of the Florida Revised Limited Liability Company Act, GARDENS MEDICAL PAVILION, LLC (the "Company") adopts the following Articles of Amendment to its Amended and Restated Articles of Organization ("First Amendment"):

FIRST: The Articles of Organization were filed on January 17, 2007, and assigned Florida Document No. L07000005960 (the "Original Articles").

SECOND: The Original Articles were amended and restated by Amended and Restated Articles of Organization for Gardens Medical Pavilion, LLC filed December 16, 2010 (the "Amended and Restated Articles"), which Amended and Restated Articles amend and restate the Original Articles in their entirety.

THIRD: Article IV – Management of the Amended and Restated Articles is hereby deleted in its entirety and replaced with the following:

"The business of the limited liability company shall be managed by one or more managers, and is thus a manager-managed limited liability company. As of the date hereof, the name and address of the Manager is as follows:

BH-AW Florida MOB Venture, LLC
1985 Cedar Bridge Avenue
Suite 1
Lakewood, New Jersey 08701"

FOURTH: In all other respects the Amended and Restated Articles as amended by this First Amendment remain in full force and effect. To the extent of any inconsistency between the terms of the Amended and Restated Articles and this First Amendment, the terms of this First Amendment shall control.

[SIGNATURE APPEARS ON FOLLOWING PAGE]

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