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TREHAM, KEMKER

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
GUIDANT HR, LLC**

The undersigned member of **GUIDANT HR, LLC**, a limited liability company organized and existing under the laws of the State of Florida (the "**Company**"), whose Articles of Organization were originally filed with the Florida Department of State on February 10, 2012, adopts the following Amended and Restated Articles of Organization of the Company:

ARTICLE I

Name

The name of the Company is:

Guidant HR, LLC.

ARTICLE II

Principal and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

3905 Tampa Road, #1109
Oldsmar, Florida 34677

ARTICLE III

Registered Office and Registered Agent

The registered office of the Company shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602, and the registered agent of the Company at such office shall be TK Registered Agent, Inc. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Operating Agreement

The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the members of the Company. The operating agreement of the Company shall be for the

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management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE V

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned Member has executed these Amended and Restated Articles of Organization this 24th day of March, 2012.


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GUIDANT HR, LLC

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 30th day of March, 2012.

TK REGISTERED AGENT, INC.

By: _____

Michael J. Reeves

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