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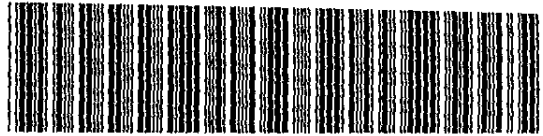
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AMEND/Restat/c
CRG
1/3/05

LAW OFFICES

NEIMARK & NADEL

PROFESSIONAL ASSOCIATION

SUITE 420
800 CORPORATE DRIVE
FORT LAUDERDALE, FLORIDA 33334

TELEPHONE (954) 493-8000
TELEFAX (954) 493-6505

December 16, 2004

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Re: Amended and Restated
Articles of Incorporation for Fort
Lauderdale Renal Group, Inc., n/k/a
The Kidney Group of South Florida, P.A.
Our File No. 2385-001CC

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Amendment to Articles of Incorporation for the above-referenced corporation. Also enclosed is our check in the amount of \$35.00 to cover the cost for filing.

Please return a true copy of the Articles of Amendment to Articles of Incorporation, showing that they have been received and filed. We have enclosed a self-addressed, stamped envelope for your convenience in returning same.

Thank you for your cooperation.

Very truly yours,

Lesley S. Cutler
Lesley S. Cutler, Legal Assistant
Cort A. Neimark, Esq.

CAN:lsc
Enclosures (as stated)
cc: Client

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
FOR FORT LAUDERDALE RENAL GROUP, INC. n/k/a
THE KIDNEY GROUP OF SOUTH FLORIDA, P.A.**

Pursuant to the provisions of §§607.1003, 607.1006, 607.1007, Florida Statutes, and Chapter 621, Florida Statutes, and otherwise in accordance with the Florida Business Corporation Act and the Florida Professional Service Corporation Act this Florida for profit corporation hereby amends and restates its Articles of Incorporation as follows:

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation shall be:
THE KIDNEY GROUP OF SOUTH FLORIDA, P.A.

**ARTICLE II
PURPOSES**

The purpose of this corporation shall be to engage in the practice of medicine, including but not limited to the medical specialty of nephrology, by physicians licensed to practice medicine in the State of Florida; and, and to perform such necessary and proper functions and business operations incident thereto. The Corporation shall function in accordance with the provisions of the Florida Professional Service Corporation Act.

**ARTICLE III
DURATION**

The term of existence of the Corporation shall be perpetual.

**ARTICLE IV
CAPITAL STOCK**

The number of shares the Corporation is authorized to issue is 1,000, all of which shall be voting common shares with par value of \$0.01.

**ARTICLE V
REGISTERED OFFICE**

The street address of the Corporation's initial registered office in this State is 2001 NE 48th Court, Suite #4, Fort Lauderdale, Florida 33308. The registered agent at the registered office is Gabriel A. Valle.

**ARTICLE VI
PRINCIPAL OFFICE**

The mailing address of the initial principal office of the Corporation is 2001 NE 48th Court, Suite #4, Fort Lauderdale, Florida 33308.

FILED
CLERK OF DISTRICT COURT
JAN 22 2015
PH 1:59
STATE OF FLORIDA

ARTICLE VII
INCORPORATOR

The name and post office address of the incorporator at the time of the commencement of the existence of the Corporation:

Gabriel A. Valle, M.D. 1400 East Oakland Park Boulevard, Suite 102
Fort Lauderdale, FL 33334

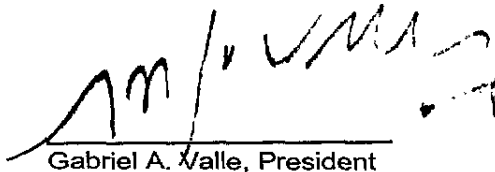
ARTICLE VIII
DIRECTORS

This Corporation shall not have less than one (1) director.

ARTICLE IX
ADOPTION OF AMENDED AND RESTATE ARTICLES OF INCORPORATION

The foregoing amended and restated Articles of Incorporation were duly adopted by the Board of Directors and by the shareholders on December 10, 2004. The number of votes cast for the amendment and restatement was sufficient of approval.

IN WITNESS WHEREOF, the undersigned officer of the corporation has executed these articles of amendment on December 10, 2004.

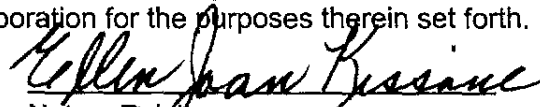



Gabriel A. Valle, President

STATE OF FLORIDA
COUNTY OF BROWARD

I HEREBY CERTIFY that on this 10TH day of December, 2004, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Gabriel A. Valle, to me known to be the person described as a duly authorized officer of the corporation, and who executed the foregoing Articles of Amendment to Articles of Incorporation and who swore and acknowledged that he executed the foregoing Articles of Amendment to Articles of Incorporation for the purposes therein set forth.

WITNESS my hand
and official seal.



Notary Public Ellen Joan Kissane
 My Commission DD340490
Expires July 22, 2006

Print, stamp or type as commissioned

☒ Personally known to me, or
☐ Produced Identification:

(type of identification)

DIRECTORS' AND SHAREHOLDERS' RESOLUTION

WHEREAS, the Board of Directors and Shareholders of FORT LAUDERDALE RENAL GROUP, INC., a Florida corporation, deems it to be for the best interests of this corporation and its shareholders that the corporation (a) amend and re-state its Articles of Incorporation; (b) change the corporation's name from Fort Lauderdale Renal Group, Inc. to The Kidney Group of South Florida, P.A. and (c) to engage in business under the name "The Kidney Group;" and to register such fictitious name.

THEREFORE, BE IT RESOLVED THAT:

1. The President of this corporation be, and he is hereby authorized and directed to execute and deliver on behalf of this corporation and in its name that certain aforementioned Amended and Restated Articles of Incorporation, a copy of which is attached hereto marked Exhibit "A" and incorporated herein by reference;

2. The President is further directed to have filed with the Florida Secretary of State the Articles of Amendment forthwith; and, to have the corporation pay such fees and expenses associated with filing of the Amended and Restated Articles of Incorporation and fictitious name to carry out the purposes of this resolution as set forth herein.

3. The undersigned persons signing this resolution constitute all of the Directors and Shareholders of the Corporation.

IN WITNESS WHEREOF, each of the undersigned directors has hereunto signed his or her name as director of the aforesaid corporation this 10th day of December, 2004.

Ellen Joan Kessane
12/10/04

GABRIEL A. VALLE
GABRIEL A. VALLE, Director and Shareholder

CARLOS BEJAR
CARLOS BEJAR, Director and Shareholder
BeJAR

(SEAL)



Ellen Joan Kessane
My Commission DD340480
Expires July 22, 2008