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**AZ CORPORATION COMMISSION
FILED**

JUL 10 2008

**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF**
FILE NO. P-0796475-0 SOUTHWEST KIDNEY INSTITUTE, PLC

Pursuant to Arizona Revised Statutes Section 29-633 of the Arizona Limited Liability Company Act, the undersigned adopts the following Second Amended and Restated Articles of Organization for such limited liability company:

- FIRST:** The name of the limited liability company is Southwest Kidney Institute, PLC and the original Articles of Organization were approved on January 6, 1997, P-0796475-0 and amended on October 8, 2003
- THIRD:** The address of the registered office in Arizona is 2149 East Warner Road #101, Tempe, Arizona 85249
- FOURTH:** The statutory agent's name and address is Gallagher & Kennedy Service Corporation, 2575 East Camelback Road, Phoenix, Arizona 85016-9225
- FIFTH:** The management of the limited liability company is reserved to the members.
- SIXTH:** The names and addresses of the members of the limited liability company are:

MEMBERS

<u>Member and Address</u>	
Manuel Abrante, M.D. 3418 E. Minton Circle Mesa, AZ 85213	Douglas Chang, M.D. 4433 E. Crystal Lane Paradise Valley, AZ 85253
Kenneth Boren, M.D. 4222 E. McLellan #10 Mesa, AZ 85205	Ronald Hyde, M.D. 8132 N. 75th Street Scottsdale, AZ 85258
Vijay Kumar, M.D. 5420 S Miller Pl. Gilbert, AZ 85249	Melissa Go, M.D. 1615 East Seldon Lane Phoenix, AZ 85202
Fredrick Osorio, M.D. 2278 E Sanoque Ct. Gilbert, AZ 85298	Berne Yee, M.D. 9425 N 42nd Street Phoenix, AZ 85028
Bhupinder Singh, M.D. 421 East Phelps Street Gilbert, AZ 85295	Jeffery Laiserin, M.D. 6508 East Claire Street Scottsdale, AZ 85254

Randy Cooper, M.D. 12231 N 74 th Street Scottsdale, AZ 85260	Robert S. Cohen, D.O. 6837 E. Bernell Dr. Paradise Valley, AZ 85253
Sarubjit Bhalla 1458 E. Silverwood Dr. Phoenix, AZ 85048	Rajiv Rodruval 8630 E. Appaloosa Trail Scottsdale, AZ 85258
Amandeep Khurana 22416 N 37 th Run Phoenix, AZ 85050	Gurdev Singh 27303 N. 36 th Dr. Phoenix, AZ 85085
Richard Flick, M.D. 5248 West Mohawk Glendale, AZ 85308	Mandip Kang, M.D. 4748 W Electra Ln Glendale, AZ 85310

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Organization of Southwest Kidney Institute, PLC, as of this 10 day of July, 2008

SOUTHWEST KIDNEY INSTITUTE, PLC, an
Arizona limited liability company

By: Randy I. Cooper
Its: V.P. of Operations

CONSENT OF STATUTORY AGENT

The undersigned, having been designated to act as Statutory Agent, hereby consents to act in that capacity until removed or resignation is submitted in accordance with the Arizona Revised Statutes.

GALLAGHER & KENNEDY SERVICE
CORPORATION

By: Keri Odel

Its: Keri Adickes, Asst Sec.