

This Instrument Prepared By:

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Baker, Donelson, Bearman, Caldwell & Berkowitz
A Professional Corporation
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203



20060320000128880 1/2 \$15.00
Shelby Cnty Judge of Probate, AL
03/20/2006 02:33:32PM FILED/CERT

FIRST AMENDMENT TO
ARTICLES OF ORGANIZATION
OF
DANIEL SENIOR LIVING SERVICES, LLC

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of CODE OF ALABAMA § 10-12-11, the undersigned limited liability company hereby adopts and files the following First Amendment to Articles of Organization (“Amendment”):

1. NAME. The name of the limited liability company is:

Daniel Senior Living Services, LLC (the “Company”)

2. ORIGINAL ARTICLES. The Articles of Organization of the Company were filed in the office of the Judge of Probate of Shelby County, Alabama on August 6, 2004 at instrument 20040806000440920 (the “Articles”).

3. TEXT OF AMENDMENTS. The Articles of the Company are hereby amended as follows:

FIRST. Article 1 of the Articles is hereby amended by deleting said Article in its entirety and substituting the following in lieu thereof:

1. NAME. The name of the limited liability company is:

Dominion Senior Living Services, LLC (the “Company”)

SECOND. Article 6 of the Articles is hereby amended by deleting said Article in its entirety and substituting the following in lieu thereof:


6. SOLE MEMBER. The name of the sole member of the Company is Dominion Investments Company I, LLC, an Alabama limited liability company, and the mailing address of the sole member of the Company is as follows:

Dominion Investments Company I, LLC
2700 Corporate Drive, Suite 125
Birmingham, Alabama 35242

THIRD. Article 9 of the Articles is hereby amended by deleting said Article in its entirety and substituting the following in lieu thereof:

9. MANAGEMENT BY MANAGER. The Company shall be managed by a manager who shall have the exclusive right to manage the affairs of the Company and handle all matters arising in connection therewith. The manager shall be designated, appointed, elected, removed or replaced by the vote of a majority in interest of all members of the Company. The name and address of the manager of the Company, who shall serve as manager of the Company until its successor is elected, is:

Dominion Partners, LLC
2700 Corporate Drive
Suite 125
Birmingham, Alabama 35242

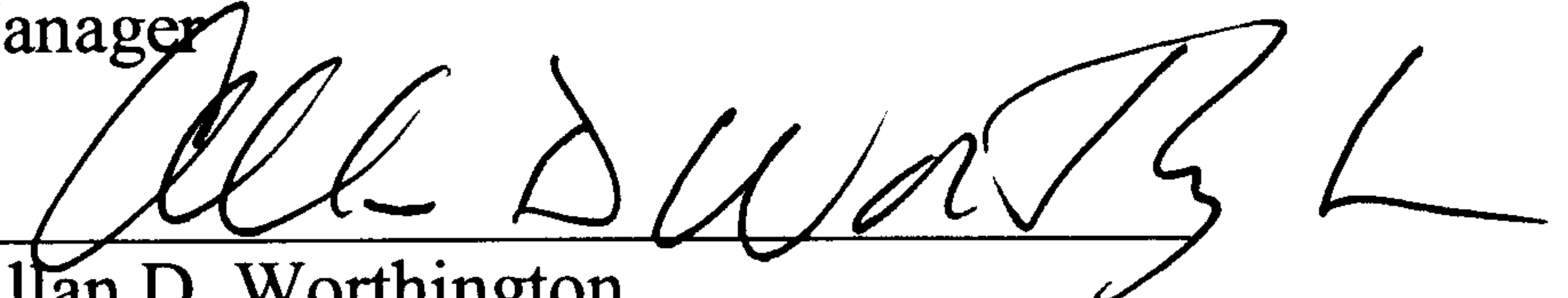

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4. EFFECT. Except as amended hereby, the Articles are unchanged and remain in full force and effect.

IN WITNESS WHEREOF, the sole member of the Company executed this Amendment on the 17th day of March, 2006.

DANIEL SENIOR LIVING SERVICES, LLC

By: DOMINION PARTNERS, LLC
Its: Manager

By: 
Allan D. Worthington
Its: Authorized Agent