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C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City State Zip Phone

CORPORATION(S) NAME

100002967121--0

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*****87.50 *****87.50

Dartmouth Capital Medical Organization, Ltd.

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Thanks, Melanie ☺

AUG 23 1999

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CERTIFICATE OF LIMITED PARTNERSHIP

OF

DARTMOUTH CAPITATED MEDICAL ORGANIZATION, LTD.

The Undersigned, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, as amended, Florida Statutes, Title 36, Chapter 620 does hereby certify as follows:

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9/20/99 6:23 PM 5:15

1. The name of the limited partnership is Dartmouth Capitated Medical Organization, Ltd.

2. The mailing address of the limited partnership is c/o PhyTrust, Ltd., 1204 N. University Drive, Plantation, Florida 33322. This is also the principal office address for the partnership.

3. The address of the limited partnership's registered office in the State of Florida is c/o PhyTrust, Ltd., 1204 N. University Drive, Plantation, Florida 33322. The name of the limited partnership's registered agent for service of process in the State of Florida at such address is Neil A. Natkow.

4. The latest date upon which the limited partnership is to be dissolved is December 31, 2028.

5. The name and business address of the general partner is as follows:

<u>NAME</u>	<u>BUSINESS ADDRESS</u>
Dartmouth Partners, Inc. 099000075103	c/o PhyTrust, Ltd. 1204 N. University Drive Plantation, FL 33322

IN WITNESS WHEREOF, the Undersigned has executed this Certificate of Limited Partnership of Dartmouth Capitated Medical Organization, Ltd. as of this 19th day of August, 1999.

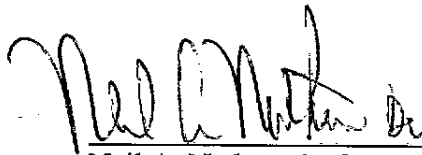
DARTMOUTH PARTNERS, INC.,
General Partner

By: Neil A. Natkow
Name: Neil A. Natkow, D.O.
Title: President

Neil A. Natkow is familiar with and accepts the obligations of the position of registered agent of Dartmouth Capitated Medical Organization, Ltd. as provided for in section 620.192 of the Florida Revised Uniform Limited Partnership Act, and hereby accepts his appointment to such position.

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1999 AUG 23 PM 5:15

Date: August 19, 1999



Neil A. Natkow, D.O.

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DIVISION OF CORPORATIONS
99 AUG 23 PM 5:15

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, this day personally appeared Neil Natkow, President of Dartmouth Partners, Inc. ("Affiant"), who, being first duly sworn, says:

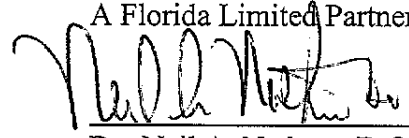
1. That Affiant is the President of Dartmouth Partners, Inc., general partner of DARTMOUTH CAPITATED MEDICAL ORGANIZATION, LTD., a Florida limited partnership ("Dartmouth CMO").

2. That the amount of the initial capital contribution ("Initial Capital Contribution") of the limited partners of Dartmouth CMO is Four Hundred Dollars (\$400.00). The amount anticipated to be contributed by the limited partners of Dartmouth CMO during the existence of Dartmouth CMO, not including the Initial Capital Contribution, is Seven Thousand and Two Hundred Dollars (\$7,200.00).

3. That this Affidavit is made pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, as amended, for the purpose of accompanying the Certificate of Limited Partnership for filing with the Department of State of Florida.

Further Affiant sayeth not.

DARTMOUTH CAPITATED MEDICAL ORGANIZATION, LTD.,
A Florida Limited Partnership



By: Neil A. Natkow, D.O.,
President of Dartmouth Partners, Inc.,
General Partner

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 19th day of August, 1999, by Neil A. Natkow, who is personally known to me or who has produced

SELF as identification.

NOTARY PUBLIC

Name:
Serial #:
My Commission Expires:



Neil E. Berman
MY COMMISSION # CC627622 EXPIRES
March 6, 2001
BONDED THRU TROY FAIN INSURANCE, INC.