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 TALLAHASSEE FLORIDA

FILINGS, INC. TERESA ROMAN
 (Requestor's Name)
 2805 LITTLE DEAL ROAD
 (Address)
 TALLAHASSEE, FLORIDA 32308 385-6735
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

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 -05/04/00--01001--003
 *****125.00 *****125.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. PHAYOS Group, L.L.C.
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
 Will wait
 Photocopy
 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

ARTICLES OF ORGANIZATION
OF
PHAROS GROUP, L.L.C.

ARTICLE I-Name:

The name of the Limited Liability Company is:

PHAROS GROUP, L.L.C.

ARTICLE II-Address:

The mailing address, including the street number, of the principal office of the Limited Liability Company is:

2201 NW 30th Place, Suite A, Pompano Beach, Florida 33069.

ARTICLE III-Duration:

The period of duration for the Limited Liability Company shall be:

Perpetual.

ARTICLE IV-Purpose:

This Limited Liability Company is organized for the purpose of:

- (a) Owning and operating a residential chemical dependency business;
- (b) To purchase, sell exchange, lease, assign, transfer, encumber or otherwise deal in or with real property, personal property, equipment, supplies and other items in relation to the purposes stated herein, including to borrow for the acquisition of and/or to pledge and/or encumber such property;
- (c) To do any and all things permitted by law incident to the foregoing, including but not by limitation, the borrowing of funds, pledging of Limited Liability Company assets, and dealing with tangible and intangible property of all kinds; and
- (d) In general, to carry on any other business in connection with the foregoing, or otherwise, and to transact any or all lawful businesses, and to have and exercise all the powers conferred by the laws of Florida on limited liability companies formed under The Florida Limited Liability Company Act.

ARTICLE V-Management:

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The Limited Liability Company is to be managed by the Board of Managers, as more specifically set forth in the Operating Agreement, and the names and addresses of the Managers are:

Cesar L. Benarroche, 7301-A W. Palmetto Park Road, Suite 106C, Boca Raton, Florida 33433.

Fernando Lopez-Ivern, 9960 Central Park Boulevard S., Suite 102, Boca Raton, Florida 33428.

Lauren Rothstein, 7301-A W. Palmetto Park Road, Suite 106C, Boca Raton, Florida 33433.

CPA.COM, Inc., 2201 NW 30th Place, Suite A, Pompano Beach, Florida 33069.

ARTICLE VI-Withdrawal or Disqualification of Member:

Upon an event of withdrawal or disqualification of a member, the remaining members shall have the right, subject to the provisions set forth in the Operating Agreement, to continue the business and affairs of the Limited Liability Company.

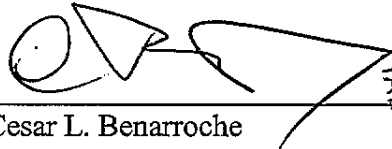
ARTICLE VII-Admission of Additional Members:

The members may admit additional members upon the affirmative vote of at least seventy five percent (75%) of the members.

ARTICLE VIII-Tax Purposes:

For tax purposes, the Limited Liability Company will be operating as a partnership.

IN AFFIRMATION THEREOF, the facts stated above in these Articles of Organization are true. **DATED** this 2nd day of May, 2000.


Cesar L. Benarroche
Member

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CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

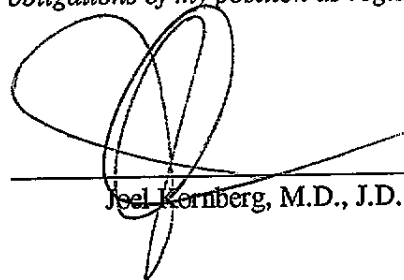
1. The name of the limited liability company is:

PHAROS GROUP, L.L.C.


2. The name and address of the registered agent and office is:

Joel Kornberg, M.D., J.D.
7301-A West Palmetto Park Road, Suite 305C
Boca Raton, Florida 33433

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.



Joel Kornberg, M.D., J.D.



(Date)

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