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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

MJH

Care South, L.L.C

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\*\*\*\*125.00 \*\*\*\*125.00

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File photo \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Signature \_\_\_\_\_

Requested by: \_\_\_\_\_

Name \_\_\_\_\_

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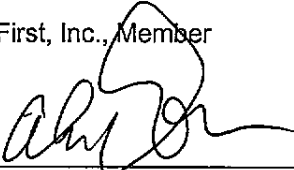
**ARTICLES OF ORGANIZATION  
OF  
CARE SOUTH, L.L.C.**

The undersigned Member hereby makes, subscribes, and files these Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act:

1. **Name.** The name of the limited liability company is **CARE SOUTH, L.L.C.**
2. **Duration.** The period of duration of the limited liability company is perpetual.
3. **Principal Office.** The mailing address and the street address of the principal office of the limited liability company is 3050 Biscayne Boulevard, Suite 502, Miami, Florida 33137.
4. **Registered Agent and Office.** The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is The Law Offices of Craig M. Dorne, P.A., 3050 Biscayne Boulevard, Suite 502, Miami, Florida 33137.
5. **Admission of Additional Members.** Additional Members will be admitted only upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.
6. **Continuity; No right to Distribution on Withdrawal.** The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company. No Member shall be entitled to receive a return of capital or other distribution upon withdrawal from this limited liability company or otherwise, except as otherwise provided in the Regulations of this limited liability company.
7. **Management.** The business of the limited liability company shall be conducted under the unanimous affirmative vote of the Members. The name and address of the Managing Member is Medical First, Inc., 3050 Biscayne Boulevard, Suite 502, Miami, Florida 33137.

DATED this 19<sup>th</sup> day of July, 2000.

Medical First, Inc., Member

By:   
Alan Dorne, President

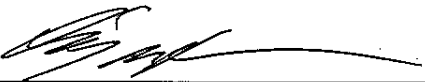
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**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process of **CARE SOUTH, L.L.C.** at the place designated herein, and being familiar with the obligations of such position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 19<sup>th</sup> day of July, 2000.

The Law Offices of Craig M. Dorne, P.A.

By:   
\_\_\_\_\_  
Craig M. Dorne, Esq.