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LAW OFFICES

GEORGE ELIAS, JR.

PROFESSIONAL ASSOCIATION

GOVERNMENT RELATIONS CONSULTANT

777 BRICKELL AVENUE • SUITE III

MIAMI, FLORIDA 33131

TEL. (305) 358-9750

FAX (305) 358-9752

GEORGE ELIAS, JR.
MEMBER OF THE BAR
FLORIDA
DISTRICT OF COLUMBIA

WASHINGTON OFFICE
1730 K STREET, N.W.
SUITE 304
WASHINGTON, D.C. 20006

November 24, 2000

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -7 PM 4: 23

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- reg. off. consistent

RE: Articles of Organization:
Nelson M. Karp, M.D., LLC

500003476275--2
-11/27/00--01124--022
****160.00 ****160.00

Dear Madam:

On November 22, 2000 I sent you the above-referenced Articles of Organization for the above-referenced entity by FedEx, together with the original of the enclosed letter dated November 6, 2000.

Unfortunately, I failed to enclose my Firm check in the amount of \$160.00. I am therefore enclosing my Firm check in the amount of \$160.00 overlooked in my FedEx package, representing:

Filing Fee	\$125.00
Certified Copy	30.00
Certificate of Status	5.00
Total	\$160.00

~~W000-28239~~

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As previously requested, please return a certified copy of the Articles of Organization and Certificate of Status in the self-addressed, stamped envelope enclosed for your convenience.

Divisional Examiner	<i>Uelt</i>
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

Sincerely,

George Elias, Jr.
George Elias, Jr.

Enclosures

FL uc

FF \$ 125.00
cents 35.00

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FLORIDA
DISTRICT OF COLUMBIA

WASHINGTON OFFICE
1730 K STREET, N.W.
SUITE 304
WASHINGTON, D.C. 20006

November 6, 2000

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**RE: Articles of Organization:
Nelson M. Karp, M.D., LLC**

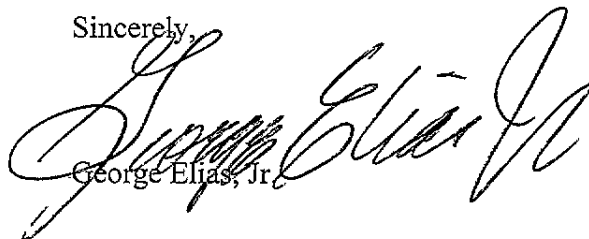
Dear Madam:

Enclosed please find an original and one copy of the Articles of Organization for the above-referenced entity, together with our Firm check in the amount of \$160.00 representing:

Filing Fee	\$125.00
Certified Copy	30.00
Certificate of Status	<u>5.00</u>
Total	\$160.00

Please return a certified copy of the Articles of Organization and Certificate of Status in the self-addressed, stamped envelope enclosed for your convenience.

Sincerely,


George Elias, Jr.

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 30, 2000

GEORGE ELIAS, JR., ESQUIRE
777 BRICKELL AVE., SUITE 1111
MIAMI, FL 33131

SUBJECT: NELSON M. KARP, M.D., LLC
Ref. Number: W00000028239

We have received your document for NELSON M. KARP, M.D., LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

The registered agent and street address must be consistent wherever it appears in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6911.

Brenda Tadlock
Sr. Corporate Section Administrator

Letter Number: 400A00060750

LAW OFFICES

GEORGE ELIAS, JR.

PROFESSIONAL ASSOCIATION
GOVERNMENT RELATIONS CONSULTANT

777 BRICKELL AVENUE • SUITE 1111
MIAMI, FLORIDA 33131

TEL. (305) 358-9750

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GEORGE ELIAS, JR.
MEMBER OF THE BAR
FLORIDA
DISTRICT OF COLUMBIA

WASHINGTON OFFICE
1730 K STREET, N.W.
SUITE 304
WASHINGTON, D.C. 20006

December 4, 2000

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

**RE: Articles of Organization:
Nelson M. Karp, M.D., LLC**

**Attention: Brenda Tadlock
Sr. Corporate Section Administrator**

Dear Madam:

Under cover of letter dated November 30, 2000, you returned the above-referenced Articles of Organization for the above-referenced entity, because it failed to reflect the mailing address and referred to the registered office as being in two different places. ✓

Pursuant to your remarks, please find enclosed the original and one copy of the Articles of Organization, reflecting that the principal office and mailing address are one and the same. Also, the registered office is as set forth on the designation of registered agent attachment. ✓

As previously requested, please return a certified copy of the Articles of Organization and Certificate of Status in the self-addressed, stamped envelope enclosed for your convenience.

Sincerely,


George Elias, Jr.

↑ no envelope
enclosed
-let

Enclosures

ARTICLES OF ORGANIZATION
OF
NELSON M. KARP, M.D., LLC
A LIMITED LIABILITY COMPANY
(Pursuant to s. 607.407, Florida Statutes)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC -7 PM 4: 23

1. Name. The name of the limited liability company is NELSON M. KARP, M.D., LLC.
2. Purpose. The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. Mailing Address and Principal Office. The mailing address and principal office of the limited liability company is 13005 Southern Boulevard, Medical Mall 2, Suite 224, Loxahatchee, Florida 33470.
4. Term. Term of this LLC shall be perpetual.
5. Members at Time of Formation. There will be at least one member at the time the limited liability company is formed.
6. Period of Duration. The period of duration shall be perpetual.
7. Management. Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:

NELSON M. KARP, M.D.
13005 Southern Boulevard
Medical Mall 2, Suite 224
Loxhatchee, Florida 33470

Initial Members:

NELSON M. KARP, M.D.

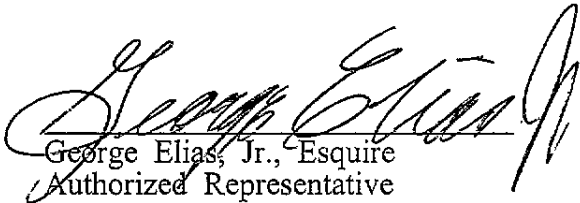
8. Additional Members. The names and addresses of additional members(s) are as follows:

None.

9. Admission of New Members. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.

10 Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company as further set forth in the Operating Agreement of the limited liability company

Executed this date: November 1, 2000.


George Elias, Jr., Esquire
Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

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 to designate a registered office and registered agent in the state of Florida.

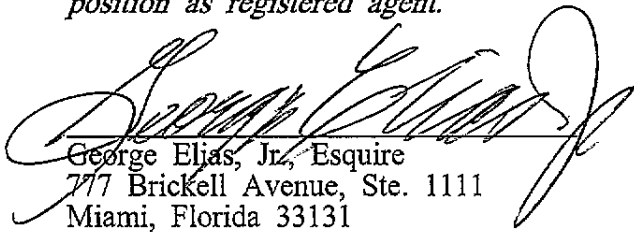
1. Name. The name of the limited liability company is NELSON M. KARP, M.D., LLC

2. Registered Office. The address of the registered office of the limited liability company is

777 Brickell Avenue, Ste. 1111
Miami, Florida 33131

Registered Agent. George Elias, Jr., Esquire, is appointed, and by his signature below accepts appointment, to act as the Registered Agent of NELSON M. KARP, M.D., LLC.

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.



George Elias, Jr., Esquire
777 Brickell Avenue, Ste. 1111
Miami, Florida 33131
Florida Bar No. 022357
Telephone: 305/358-9751
Facsimile: 305/358-9752

FILED
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