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February 21, 2002

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***155.00 ***155.00

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Please find enclosed articles of Organization. I have enclosed \$155.00 for fees including a certified copy.

Yours Truly,

Robert Wallace

Robert Wallace

RBW/dlc

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ARTICLES OF ORGANIZATION

OF

RIVERSIDE SPINE & PAIN PHYSICIANS, P.L.

The undersigned is a natural person competent to contract and hereby forms a Professional Limited Liability Company under the Florida Professional Service Corporation and Limited Liability Company Act and other laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of this Professional Limited Liability Company is Riverside Spine & Pain Physicians, P.L. and its principal office is located at and its mailing address is 12058 Rising Oaks Court, Jacksonville, Florida 32223.

ARTICLE II. DURATION

This Professional Limited Liability Company shall exist for a period of thirty years.

ARTICLE III. PURPOSE

This Professional Limited Liability Company is organized to engage in every phase and aspect of the sciences and arts dealing with the prevention, cure, and alleviation of diseases and the preservation of health which are permitted under the laws of the State of Florida and rendered only through individuals authorized by the laws of the State of Florida to render such professional services.

ARTICLE IV. POWERS

This Professional Limited Liability Company shall have all singular the following powers:

To invest the funds of the Professional Limited Liability Company in real estate, mortgages, stocks, bonds, or any other type of investment, and to own real and personal property necessary for the rendering of the Professional Limited Liability Company's business.

To enter into, or become a partner in, any arrangement for sharing profits, union of interest, or cooperation, joint venture or otherwise, with any person, professional corporation, or Professional Limited Liability Company, and to carry on any business which this Limited Liability Company has the direct or incidental authority to pursue.

To enter into, for the benefit of its employees, one or more of the following: (1) a pension plan, (2) a profit-sharing plan, (3) a

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thrift and savings plan, or (4) other retirement or incentive compensation plan.

To do anything necessary and proper for the accomplishment or furtherance of any of the purposes or objects of this Professional Limited Liability Company enumerated in these Articles of Organization, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of this Professional Limited Liability Company.

To have, in furtherance of the organization's purpose, all of the powers conferred upon Professional Limited Liability Companies organized under the Florida Professional Service Corporation and Limited Liability Company Act subject to any limitations contained in these articles of organization.

ARTICLE V. LIMITATION ON TRANSFER OF OWNERSHIP

No person shall be admitted as a member unless such person is a professional corporation, a professional limited liability company, or an individual, which is duly licensed to render the professional services for which this professional limited liability company is organized. No member shall enter into any type of agreement vesting another person with the authority to exercise any of that member's voting power.

ARTICLE VI. DISQUALIFICATION

If any member becomes legally disqualified to practice his profession in the State of Florida, or accepts employment or becomes engaged in an outside activity that places restrictions or limitations upon his continuous rendering of such professional services, such member shall sever all employment with, and financial interests in this professional limited liability company.

ARTICLE VII. MANAGEMENT

Unless provided otherwise in the Operating Agreement, the Professional Limited Liability Company is to be managed by the members in proportion to their contributions to the capital of the Professional Limited Liability Company as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

ARTICLE VIII. CAPITAL CONTRIBUTIONS

From time to time the Members may determine by a vote that additional contributions to capital are deemed necessary to finance the business and affairs of this Company Professional Limited Liability or to fund a new project. Each member shall be required to make additional contributions to capital in equal amounts or in any proportion which the Members may unanimously agree. Any member who fails to make any contribution that he is required to make to finance the business and affairs of this Company shall suffer a

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prorata reduction of his proportionate interest in the Company. Any member who fails to make any contribution that he is required to make to fund a new project shall not share in the profits or losses of the new project.

ARTICLE IX SUBSCRIBING MEMBER

The name and address of the initial member signing these articles are:

Dr. Stephen Scott Kramarich
12058 Rising Oaks Court
Jacksonville, Florida 32223

ARTICLE X. ADMISSION OF ADDITIONAL MEMBERS

Unless provided otherwise in the Operating Agreement, no person may be admitted as a member unless each member consents in writing to the admission of the additional member.

ARTICLE XI. MEMBERS RIGHT TO CONTINUE BUSINESS

The remaining members of the Professional Limited Liability Company shall have the right to continue the 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 Professional Limited Liability Company. Such right shall be exercised by the written consent of all remaining members within 90 days after the date of occurrence of any event which terminates this Professional Limited Liability Company.

ARTICLE XII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Professional Limited Liability Company is 12058 Rising Oaks Court, Jacksonville, Florida 32223 and the name of the initial registered agent of this Professional Limited Liability Company at that address is Dr. Stephen Scott Kramarich. The members shall have the right to establish branch offices, and to move the principal office to any other address in Florida.

ARTICLE XIII. REGULATIONS

The members of this Professional Limited Liability Company shall have the sole power to adopt, amend or repeal regulations for the management of this Professional Limited Liability Company.

ARTICLE XIV. AMENDMENT

These Articles of Organization may be amended in the manner provided by law.

IN WITNESS WHEREOF the undersigned member has executed these

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OFFICE OF FLORIDA

Articles of Organization on February 12, 2002.


Dr. Stephen Scott Kramarich

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TALLAHASSEE, FLORIDA

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 AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA

1. The name of the Limited Liability Company is Riverside Spine & Pain Physicians, P.L.

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

Dr. Stephen Scott Kramarich

located at: 12058 Rising Oaks Court
 Jacksonville, Florida 32223

ACKNOWLEDGEMENT:

Having been named as registered agent and to accept service of process for the above-stated Professional 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.



Dr. Stephen Scott Kramarich

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