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LIMITED LIABILITY AMENDMENT

RIVERSIDE SPINE & PAIN PHYSICIANS, P.L.

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Florida Dept of State



FLORIDA DEPARTMENT OF STATE

Glenda M. Hood
Secretary of State

July 11, 2005

RIVERSIDE SPINE & PAIN PHYSICIANS, P.L.
4339 ROOSEVELT BLVD
JACKSONVILLE, FL 32210

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
RIVERSIDE SPINE & PAIN PHYSICIANS, P.L.**

Pursuant to the Florida Professional Service Corporation and Limited Liability Company Act, the undersigned Members of RIVERSIDE SPINE & PAIN PHYSICIANS, P.L., adopt these Amended and Restated Articles of Organization.

FIRST: The name of the Professional Limited Liability Company is RIVERSIDE SPINE & PAIN PHYSICIANS, P.L. (the "Company").

SECOND: The Articles of Organization were filed with the Florida Department of State on February 25, 2002.

THIRD: The Amended and Restated Articles of Organization of this Professional Limited Liability Company were duly executed and are being filed in accordance with Section 608.411, Florida Limited Liability Company Act.

**ARTICLE II.
NAME AND PRINCIPAL OFFICE**

The name of this Professional Limited Liability Company is RIVERSIDE SPINE & PAIN PHYSICIANS, P.L. (the "Company") and its principal office is located at and its mailing address is 4339 Roosevelt Boulevard, Jacksonville, FL 32210.

**ARTICLE III.
PURPOSE**

The 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, rendered only through individuals authorized by the laws of the State of Florida to render such professional services.

**ARTICLE IV.
POWERS**

The Company shall have all and singular the following powers:

To invest the funds of the Company in real estate, mortgages, stocks, bonds, or any other type of investments, and to own real and personal property necessary for the rendering of the 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 the Company has the direct or incidental authority to pursue.

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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 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 the Company enumerated in these Amended and Restated Articles of Organization, or any amendment to it, necessary or incidental to the accomplishment or furtherance of the purposes or objects of the 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 Amended and Restated Articles of Organization.

ARTICLE IV. 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 V. 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 the Company.

ARTICLE VI. MANAGEMENT

The Company is to be a manager-managed Company.

ARTICLE VII. SUBSCRIBING MEMBER

The names and addresses of the Members signing these Amended and Restated Articles of Organization are:

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Stephen Scott Kramarich, M.D.
Craig A. Kornick, M.D.
4339 Roosevelt Boulevard
Jacksonville, FL 32210

ARTICLE VIII.
REGISTERED OFFICE AND AGENT

The street of the registered office of the Company is 4339 Roosevelt Boulevard, Jacksonville, Florida 32210, and the name of the registered agent of the Company at that address is Stephen Scott Kramarich, M.D. The members shall have the power to establish branch offices and to move the principal office to any other address in Florida.

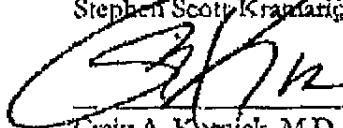
ARTICLE IX.
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned Members have executed these Amended and Restated Articles of Organization on July 7, 2005.



Stephen Scott Kramarich, M.D., Member



Craig A. Kornick, M.D., Member

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