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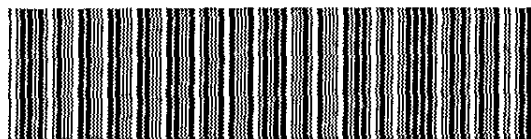
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Effective Date -  
01-01-03

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AND  
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SEC. OF STATE  
TALLAHASSEE, FLORIDA

JP  
File-03

QUALITY MEDICAL MANAGEMENT, INC.

NOTE: PROCESS FIRST

December 31, 2002

VIA EXPRESS MAIL

Florida Department of State  
Registration Section, Limited Liability Companies  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Organization of Two New Limited Liability Companies.

Dear Sirs:

Enclosed please find an original and a copy of 2 sets of Articles of Organization for 2 different limited liability companies. These Articles of Organization were prepared by our firm's lawyer, Judson L. Owen, Esq. Please note that each of these entities has a specified time and date of existence. The enclosed Articles (with copies and Resident Agent Certificates) are as follows:

1. West Boca EMS, MM, L.C.

2. JBEMS, TM, L.C.

3. \_\_\_\_\_

4. \_\_\_\_\_

Please certify the enclosed copies and send them back to me together with a status certificate. My address is as follows:

Mr. Steven Stern, CFO  
Quality Medical Management, Inc.  
3900 Hollywood Boulevard, Suite 101  
Hollywood, Florida 33021

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ART.

We are enclosing a check in the amount of \$320 payable to the Florida Secretary of State to cover: (i) the filing fee for the Articles of Organization; (ii) the cost of a certified copy; and (iii) for a certificate of status.

If you have any questions about any of this, please do not hesitate to contact me at the telephone number set forth below. Thank you very much for your attention and cooperation.

Very truly yours,

Quality Medical Management, Inc.



Steven Stern, CFO

**ARTICLES OF ORGANIZATION**

**OF**

**JBEMS, TM, L.C.**

The undersigned certifies and declares that the undersigned is signing and filing these Articles of Organization for the purpose of becoming a limited liability company, existing under the laws of the State of Florida. It is further certified and declared that the following Articles shall serve as the charter and authority for the conduct of business of the limited liability company organized and formed hereunder.

**ARTICLE I**

**NAME AND PRINCIPAL OFFICE**

The name of the limited liability company shall be JBEMS, TM, L.C., and its mailing address and its principal office shall be located at 3900 Hollywood Boulevard, Suite 101, Hollywood, Florida 33021, in the County of Broward, in the State of Florida; but it shall have the power and authority to establish branch offices at any other place or places as the member(s) may designate.

**ARTICLE II**

**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

To engage in any activity or business authorized under the Florida Statutes.

**ARTICLE III**

**EFFECTIVE DATE OF LIMITED LIABILITY COMPANY'S EXISTENCE**

The limited liability company's effective date of existence shall begin on January 4, 2003, at 12:00:01 a.m., EST.

**ARTICLE IV**

**DURATION**

The period of duration of the limited liability company shall be perpetual.

**ARTICLE V**

**ADMISSION OF ADDITIONAL MEMBERS**

The members, by a vote of a majority in interest of the members entitled to vote, shall

STATE OF FLORIDA  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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have the right to admit additional members as provided by the Florida Limited Liability Company Act, as same may be amended from time to time.

**ARTICLE VI**

**MEMBERS' RIGHTS TO CONTINUE BUSINESS**

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation, or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the limited liability company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the limited liability company shall be continued without the dissolution and without any affirmative action or requirement on the part of the members.

**ARTICLE VII**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is at 3900 Hollywood Boulevard, Suite 101, Hollywood, Florida 33021. The name of the limited liability company's initial registered agent at that office is Steven Stern.

The undersigned, as sole member, certifies that this instrument constitutes the proposed Articles of Organization of JBEMS, TM, L.C.

Executed by the undersigned sole member of JBEMS, TM, L.C., at Hollywood, Florida.

  
\_\_\_\_\_  
Jack L. Harari, M.D., its sole  
member

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TALLAHASSEE, FLORIDA

**STATEMENT AND CERTIFICATE  
DESIGNATING REGISTERED AGENT AND OFFICE**

State of Florida  
County of Broward

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is JBEMS, TM, L.C.

The name of the registered agent for JBEMS, TM, L.C., is Mr. Steven Stern, and the street address of the company's principal office where the agent is located is 3900 Hollywood, Boulevard, Suite 101, Hollywood, Florida 33021.

This Statement is to acknowledge, as indicated above, that JBEMS, TM, L.C., has appointed me, Mr. Steven Stern, as its registered agent to accept service of process for the company at the place designated above in this Certificate. I accept this 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.

Dated: 12-31-02

*St*  
Steven Stern

SECRET  
CALL ADDRESS TO 3900  
HOLLYWOOD BL


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AND  
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The foregoing instrument was acknowledged before me this 31<sup>ST</sup> day of DECEMBER 2002, by Steven Stern, resident agent on behalf of JBEMS, TM, L.C., a Florida limited liability company. Mr. Steven Stern is personally known to me or has produced a Florida Drivers License as identification.

My commission expires:

*Joan S. Frandsen*  
Notary Public, State of Florida at  
Large

 Joan S Frandsen  
My Commission CC900742  
Expires January 09, 2004

Resident Agent  
JBEMS, TM, L.C.,  
12-30-02