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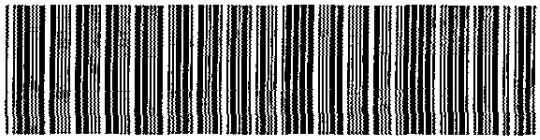

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◇NATIONAL BOARD CERTIFIED CIVIL TRIAL ADVOCATE

L. WILLIAM GRAHAM
RETIRED

JOE C. WILLCOX
RETIRED

W. HENRY BARBER, JR.
RETIRED

SAM T. DELL
(1912-1992)

203 N. E. 1ST STREET
GAINESVILLE, FL 32601

January 5, 2004

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Duck Pond Enterprises, LLC

Dear Sir or Madam:

Enclosed to be filed with your office are the Articles of Organization of Duck Pond Enterprises, LLC. Check number 48297, in the amount of $125.00, is enclosed to cover the filing fee for the articles.

Also enclosed is the Certificate of Conversion of General Partnership to Limited Liability Company. Check number 48296, in the amount of $25.00, is enclosed to cover the filing fee for the certificate of conversion.

Please date stamp the enclosed copies of the articles of organization and the certificate of conversion and return them to our office in the envelope provided. Thank you very much.

Sincerely,

Angela Dean

Angela Dean, Secretary to
Ellen R. Gershow

/ad
Enclosures

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CERTIFICATE OF CONVERSION OF GENERAL PARTNERSHIP TO LIMITED LIABILITY COMPANY

1. The name of the partnership immediately prior to filing this Certificate of Conversion was Duck Pond Enterprises.

2. The partnership first came into being in 1991 in the State of Florida.

3. The name of the limited liability company is Duck Pond Enterprises, LLC.

4. The conversion of the general partnership, Duck Pond Enterprises, to the limited liability company, Duck Pond Enterprises, LLC, shall be effective January 1, 2004.

Dated this 23 day of December, 2003.

Karen E. Harris

KAREN E. HARRIS
Member and Resident Agent

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 23rd day of December, 2003 by Karen E. Harris.

Debra Elizabeth Parenti

Notary Public, State of Florida at Large

DEBRA ELIZABETH PARENTI
MY COMMISSION # DD 195314
EXPIRES: July 21, 2007
Bonded Thru Budget Notary Services

Debra Elizabeth Parenti

Print, Type or Stamp Commissioned Name of Notary Public

Personally known ✓ OR produced identification ____

Type of Identification Produced:

[ ] Valid Florida Driver's license
[ ] Other ____

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Articles of Organization
of
DUCK POND ENTERPRISES, LLC

ARTICLE I - NAME

The name of this Limited Liability Company shall be DUCK POND ENTERPRISES, LLC.

ARTICLE II - DURATION

The period of duration of this Limited Liability Company shall be perpetual.

ARTICLE III - PURPOSE

The nature of the business to be transacted by this Limited Liability Company and the purpose hereof is to acquire, own, develop, finance, lease, sell, or otherwise dispose of real property and to engage in any other lawful business or endeavor.

ARTICLE IV - MAILING ADDRESS AND STREET ADDRESS

The initial street address of the principal office of this Limited Liability Company in the State of Florida and the mailing address is 6440 West Newberry Road, Suite 508, Gainesville, Florida 32605, which is the initial registered office of the Limited Liability Company.

ARTICLE V - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in this state for this Limited Liability Company is Karen E. Harris, M.D., 6440 West Newberry Road, Suite 508, Gainesville, Florida 32605.

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ARTICLE VI - ADDITIONAL MEMBERS

New members may be admitted upon the unanimous vote of the members.

ARTICLE VII – CONTINUATION OF BUSINESS

The remaining members of the Limited Liability Company may continue the business of the Limited Liability Company upon 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 upon majority vote.

ARTICLE VIII - MANAGEMENT BY MEMBERS

Management of the Limited Liability Company shall be by the Managing Members. The names and addresses of the Managing Members are:

Thomas K. Young, M.D.	6440 West Newberry Road, Suite 508 Gainesville, Florida 32605
Rogers Bartley, M.D.	6440 West Newberry Road, Suite 508 Gainesville, Florida 32605
Andrew Muskus, II, M.D.	6440 West Newberry Road, Suite 508 Gainesville, Florida 32605
Karen E. Harris, M.D.	6440 West Newberry Road, Suite 508 Gainesville, Florida 32605
Jean Cook, M.D.	6440 West Newberry Road, Suite 508 Gainesville, Florida 32605
Erin Connor Werner, M.D.	6440 West Newberry Road, Suite 508 Gainesville, Florida 32605

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ARTICLE IX– OPERATING AGREEMENT

The power to adopt, alter, amend, and repeal the Operating Agreement is vested in the Managing Members.

At Gainesville, Florida, this 23rd day of December, 2003.

Karen E. Harris, M.D.

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 23rd day of December, 2003, by Karen E. Harris, M.D.

DEBRA ELIZABETH PARENTI
MY COMMISSION # DD 195314
EXPIRES: July 21, 2007
Bonded Thru Budget Notary Services

Debra Elizabeth Parenti
Notary Public, State of Florida at Large

Debra Elizabeth Parenti
Print, Type or Stamp Commissioned Name of Notary Public

Personally Known ✓ OR Produced Identification ____
Type of Identification Produced:
(___) Current Florida Driver's License
(___) Other _____

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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

I HEREBY ACCEPT appointment as Registered Agent for DUCK POND ENTERPRISES, LLC, on whom process may be served in the State of Florida. I am familiar with and accept the duties and responsibilities as Registered Agent for said limited liability company, all pursuant to Florida Statutes 608.415.

DATED this 23rd day of December, 2003.

Karen E. Harris, MD

Karen E. Harris, M.D.
Registered Agent

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