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ACCOUNT NO. : 072100000032 DIVISION OF CORPORATION

REFERENCE : 947730 5014227

AUTHORIZATION : Patricia Pizit

COST LIMIT : \$ 337.50

ORDER DATE : September 1, 1998

ORDER TIME : 1:41 PM

ORDER NO. : 947730-005

CUSTOMER NO: 5014227

CUSTOMER: Richard H. Breit, Esq
BECKER & POLIAKOFF, P.A.

3111 Stirling Road

Fort Lauderdale, FL 33312-6525

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DOMESTIC FILING

NAME: INDEPENDENT LIVING
TECHNOLOGIES L.L.C.

CM

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder
EXAMINER'S INITIALS: _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 1, 1998

DEBORAH SCHRODER
CSC
TALLAHASSEE, FL

SUBJECT: INDEPENDENT LIVING TECHNOLOGIES L.L.C.
Ref. Number: W98000020064

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TALLAHASSEE, FLORIDA

We have received your document for INDEPENDENT LIVING TECHNOLOGIES L.L.C. and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 898A00045104

ARTICLES OF ORGANIZATION
OF
INDEPENDENT LIVING TECHNOLOGIES L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statutes Chapter 608, entitled the Florida Limited Liability Company Act, adopt the following Articles of Organization:

ARTICLE I.
NAME

The name of this limited liability company shall be INDEPENDENT LIVING TECHNOLOGIES L.L.C.

ARTICLE II.
ADDRESS

The street address and mailing address of the principal place of business of this limited liability company shall be 4131 SW 47 Avenue, #1402, Fort Lauderdale, FL 33314.

ARTICLE III.
DURATION

This limited liability company shall have perpetual existence unless sooner dissolved as provided by law.

ARTICLE IV.
MANAGEMENT

The limited liability company shall be managed by one or more managers. The names and addresses of the initial managers are:

<u>NAME</u>	<u>ADDRESS</u>
Mark Buchalter	4131 SW 47 Avenue #1402 Fort Lauderdale, FL 33314
Benjamin Patipa, M.D.	4131 SW 47 Avenue #1402 Fort Lauderdale, FL 33314

RICHARD H. BREIT, ESQ.
FLORIDA BAR NO. 283436
3111 STIRLING ROAD
FORT LAUDERDALE, FL 33312
954-985-4111

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ARTICLE V.
ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted upon the written application of such new member and in the manner set forth in the Regulations of this Limited Liability Company.

ARTICLE VI.
PURPOSE

This limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE VII.
REGISTERED OFFICE AND REGISTERED AGENT

The address of the registered office of the Limited Liability Company is 3111 Stirling Road, Fort Lauderdale, FL 33312 and the name of the initial registered agent located at that address shall be Richard H. Breit.

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ARTICLE VIII.
REGULATIONS

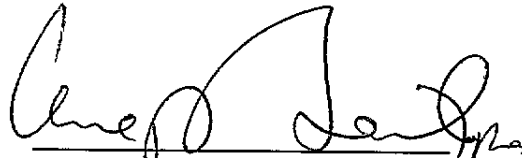
The members of the limited liability company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles. The power to alter, amend or repeal the regulations shall be vested in the members of this Limited Liability Company.

ARTICLE IX.
AMENDMENTS

These articles may be amended from time to time by the unanimous consent of the managers and a majority in interest of the members, and the Amendment shall be filed, duly signed by all managers of the Limited Liability Company with the Florida Department of State.

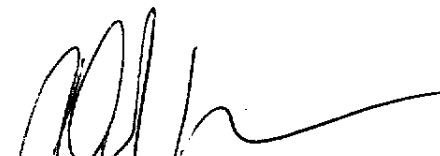
RICHARD H. BREIT, ESQ.
FLORIDA BAR NO. 283436
3111 STIRLING ROAD
FORT LAUDERDALE, FL 33312
954-985-4111

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on August 31, 1998.


Mark Buchalter, member

REGISTERED AGENT ACCEPTANCE

I hereby accept appointment to act as the initial registered agent for this Limited Liability Company, as stated in the Articles of Organization. I am familiar with the obligations of the position.


Richard H. Breit

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

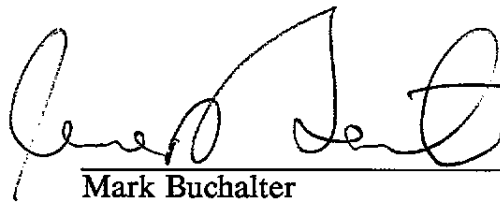
The undersigned, Mark Buchalter, a member of INDEPENDENT LIVING TECHNOLOGIES L.L.C., deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is \$1,000.
3. The agreed value of property other than cash contributed by the members is \$15,000. The property consists of forty hydraulic chairs and miscellaneous spare parts and tools.
4. The amount of cash or property anticipated to be contributed by the members is \$750,000.

FURTHER AFFIANT SAYETH NOT.

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

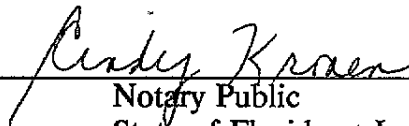
Dated: October 27, 1998



 Mark Buchalter

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 27 day of October, 1998, by Mark Buchalter who is personally known to me, or who has produced a valid driver's license as identification.



 Notary Public
 State of Florida at Large
 My Commission expires:

OFFICIAL NOTARY SEAL
 CINDY KRONEN
 NOTARY PUBLIC STATE OF FLORIDA
 COMMISSION NO. CC457148
 MY COMMISSION EXP. APR. 30, 1999