CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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ARTICLES OF ORGANIZATION OF PRIME MEDS, L.L.C.

The undersigned Member hereby makes, subscribes, and files these Articles of Organization for the purpose of forming a limited liability company under the Florida Limited Liability Company Act:

- 1. Name. The name of the limited liability company is PRIME MEDS, L.L.C.
- 2. **Duration**. The period of duration of the limited liability company is perpetual.
- 3. <u>Principal Office</u>. The mailing address and the street address of the principal office of the limited liability company is 340 East Dania Beach Boulevard, Dania, Florida 33004.
- 4. Registered Agent and Office. The name and address of its initial registered agent in the State of Florida, whose Consent to Appointment as Registered Agent accompanies these Articles of Organization, is The Law Offices of Craig M. Dorne, P.A., 3050 Biscayne Boulevard, Suite 502, Miami, Florida 33137.
- 5. Admission of Additional Members. Additional Members will be admitted only upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.
- 6. Continuity; No right to Distribution on Withdrawal. The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company. No Member shall be entitled to receive a return of capital or other distribution upon withdrawal from this limited liability company or otherwise, except as otherwise provided in the Regulations of this limited liability company.
- 7. <u>Management</u>. The business of the limited liability company shall be conducted under the unanimous affirmative vote of the Members. The name of address of the Managing Member is Medical First, Inc., 3050 Biscayne Boulevard, Suite 502, Miami, Florida 33137.

DATED this LEylday of February, 2000.

Medical First, Inc., Member

Vilma D. Quintana, Vice President

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CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process of **PRIME MEDS, L.L.C.** at the place designated herein, and being familiar with the obligations of such position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 154k day of February, 2000.

The Law Offices of Craig M. Dorne, P.A.

Craig M. Dorne, Esq.

