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LIMITED LIABILITY COMPANY

HEALTHCARE ENTERPRISE DEVELOPMENT CONSORTIUM, L.L.C.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION OF  
HEALTHCARE ENTERPRISE DEVELOPMENT CONSORTIUM, L.L.C.**

**ARTICLE I**

**NAME**

The name of the limited liability company shall be Healthcare Enterprise Development Consortium, L.L.C.

**ARTICLE II**

**PURPOSES AND POWERS**

The limited liability company is authorized to transact any business permitted by the laws of the State of Florida, as amended from time to time, for a limited liability company.

**ARTICLE III**

**ADDITIONAL CAPITAL CONTRIBUTIONS**

Additional capital contributions shall be allocated in such amounts and by such members as may be determined from time to time by unanimous consent of the members.

**ARTICLE IV**

**PROFITS AND LOSSES**

Profits and losses shall be allocated to members as provided in the Regulations adopted and as amended from time to time by the members.

**ARTICLE V**

**DURATION**

The limited liability company shall exist until December 31, 2040, unless earlier dissolved in a manner, provided by law or as provided in the Regulations adopted by the members.

**ARTICLE VI**

**PRINCIPAL PLACE OF BUSINESS**

The principal office of this limited liability company shall be at 12225 Vista Lane, Miami, Florida 33156.

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**ARTICLE VII****MANAGEMENT**

Management of this limited liability company is reserved to its members, one of whom shall serve as the manager until the first annual/special meeting of members or until its successor is elected and qualifies. The name and address of the initial manager is as follows:

Steven L. Salman, President, C.E.O.  
12225 Vista Lane  
Miami, Florida 33156

**ARTICLE VIII****INITIAL REGISTERED OFFICE  
AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company, Healthcare Enterprise Development Consortium, L.L.C., a Florida limited liability company is, 12225 Vista Lane, Miami, Florida 33156, and the name of its initial registered agent, at such address, is Steven L. Salman, President and CEO.

**ARTICLE IX****RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members only by unanimous consent, contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except as provided in the regulations adopted by the members.

**ARTICLE X****CONTINUATION OF THE BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

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**ARTICLE XI****AMENDMENT**

These Articles of Organization may be amended only by the unanimous consent of the members.

Executed this 28<sup>th</sup> day of February, 2000.

MEMBER:

  
Steven L. Salman, President, C.E.O.

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE AND  
ACCEPTANCE OF PPOINTMENT OF REGISTERED AGENT**

1. The name of the company is:

**HEALTHCARE ENTERPRISE DEVELOPMENT CONSIRTUM, L.L.C.**

2. The name and address of the registered agent and the registered office is:

Steven L. Salman, President, C.E.O.  
12225 Vista Lane  
Miami, Florida 33156

Pursuant to Section 608, Florida Statues, the undersigned has been named to act as the registered agent of the Healthcare Enterprise Development Consortium, L.L.C., at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 608, Florida Statues, relating to the proper and complete performance of the duties of the registered agent of the company and that the undersigned is familiar with and accepts the obligations of the position of the registered agent for the company.

Date: February 28, 2000

By: Steven L. Salman  
Steven L. Salman, President, C.E.O.

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