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ARTICLES OF ORGANIZATION OF AMERICAN HEALTH PARTNERS, L.L.C.

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

ARTICLE I

<u>Name</u>

The name of this limited liability company is American Health Partners, L.L.C. (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is 2151 West Hillsboro Boulevard, Suite 306, Deerfield Beach, Florida 33442.

ARTICLE III

Duration

The period of duration of the Company is perpetual.

ARTICLE IV

Registered Agent: Registered Address

The name of the initial registered agent of the Company is Glenn A. Becker. The street address of the initial registered agent of the Company is 2151 West Hillsboro Boulevard, Suite 306, Deerfield Beach, Florida 33442.

ARTICLE V

Management

The Company is to be managed by the Members or Managers in accordance with Section 608.422, F.S.

ARTICLE VI

Admission of Additional Members

Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.

ARTICLE VII

Members Rights to Continue Business

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 Company, the remaining members, if any, may, by unanimous written agreement, continue the business of the Company.

ARTICLE VIII

Miscellaneous

- A. Regulations. The members shall have the power to adopt, alter, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.
- B. <u>Date of Existence of the Company</u>. The existence of the Company shall commence on the date and time of filing the Articles of Organization by the Florida Department of State.

Executed this <u>and</u> day of March, 2000.

Glenn A. Becker, Member

Kelly W. Frappier, Member 3/2/60

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is: American Health Partners, L.L.C.
- 2. The name and address of the registered agent and office is: Glenn A. Becker, 2151 West Hillsboro Boulevard, Suite 306, Deerfield Beach, Florida 33442.

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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.

Glenn A. Becker

Date: March 2, 2000

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