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Florida Department of State
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From:
Account Name : CORPORATE & CRIMINAL RESEARCH SERVICES
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LIMITED LIABILITY COMPANY

DOCTORS CARE, L.L.C.

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|-----------------------|----------|
| Certificate of Status | 0 |
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**ARTICLES OF ORGANIZATION
OF
DOCTORS CARE, L.L.C.**

1. Name. The name of this limited liability company is DOCTORS CARE, L.L.C., a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles of Organization with the Florida Department of State, unless these Articles of Organization or the operating agreement of the Company provides otherwise.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 200 Central Avenue, Suite 2210, St. Petersburg, Florida 33701.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Joseph W.N. Rugg. The street address of the initial registered agent of the Company is One Tampa City Center, 201 North Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Contributions to the Company. No cash or property (other than cash) has been contributed to the Company by the sole member. No additional contributions have been agreed upon.

7. Additional Members. Additional members to the Company may be admitted, but only upon the consent of the Managers of the Company at the time admission is sought.

8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless all remaining members agree in writing to continue the business of the Company.

9. Management of the Company. The Company shall be managed by a manager or managers in accordance with the operating agreement adopted by all of the members. The Company shall initially be managed by Richard J. Romeis, M.D., Herbert F. Rest, M.D., and Mark E. Reinecke, M.D., each of whom shall serve as the managers until the first annual meeting of the members or until his successor or successors are elected and qualified.

The undersigned executed these Articles of Organization on the 7th day of March, 2000.

SOLE MEMBER:

THE ROMEIS GROUP, INC.

By: 

Richard T. Romeis, M.D., President

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that 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.


Joseph W.N. Rugg

Dated: March 7, 2000

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