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LIMITED LIABILITY COMPANY

PodiNet Supply Company, LLC

Certificate of Status	0
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**Articles of Organization  
Of  
PodiNet Supply Company, LLC  
A Florida Limited Liability Company**

The undersigned, acting as members of a limited liability company under the Florida Limited Liability Company Act as set forth in Chapter 608 of the Florida Statutes, do hereby adopt the following Articles of Organization for PodiNet Supply Company, LLC (the "Company"):

**ARTICLE ONE**

**NAME**

The name of the Company is as follows:

PodiNet Supply Company, LLC

**ARTICLE TWO**

**DURATION**

The period of duration of the Company is until the close of business on December 31, 2046, or until the earlier dissolution of the Company in accordance with the provisions of its regulations.

**ARTICLE THREE**

**ADDRESS**

The mailing address and street address of the principal office of the Company is as follows:

1815 Griffin Road, Suite 203  
Dania, Florida 33004.

Jeffrey L. Cohen, Esq.  
Florida Bar No. 703966  
Strawn, Monaghan and Cohen, P.A.  
54 Northeast Fourth Avenue  
Delray Beach, FL 33483  
(561) 278-9400

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#### **ARTICLE FOUR**

##### **INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the initial registered agent of the Company is as follows:

JEFFREY L. COHEN, ESQ.  
54 N.E. 4<sup>th</sup> Avenue  
Delray Beach, FL 33483

#### **ARTICLE FIVE**

##### **MANAGEMENT**

The Company shall be managed by one or more managers to be elected in accordance with the Company's regulations and is, therefore, a manager-managed company.

#### **ARTICLE SIX**

##### **INDEMNIFICATION**

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager, managing member or officer of the Company or is or was serving at the request of the Company as a manager, managing member, director or officer of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including, without limitation, attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

The undersigned, being the original members of the Company, hereby certify that the foregoing constitutes the proposed Articles of Organization of Podiatry Supply Company, LLC.

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JUN 23 2000  
CLERK OF COURT  
STATE OF FLORIDA

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

EXECUTED by the undersigned on June 22, 2000.

**MEMBERS:**

PODICARE MANAGEMENT  
SERVICES, INC.  
A Florida Corporation

By: 

Its: 

PAPAROA HOLDINGS CORP.  
A Florida Corporation

By: 

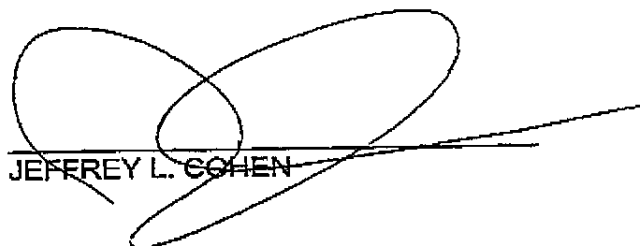
Its: President

Michael J O'Dea

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**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been designated as registered agent for PodiNet Supply Company, LLC in the foregoing Articles of Organization, I hereby agree to accept service of process for said limited liability company and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

  
JEFFEREY L. COHEN

June 5, 2000  
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