

Law Offices

HOLLAND & KNIGHT LLP

One Progress Plaza
200 Central Avenue, Suite 1600
P.O. Box 3542 (ZIP 33731-3542)
St. Petersburg, Florida 33701

727-896-7171
FAX 727-822-8048
www.hklaw.com

Boston
Bradenton
Chicago
Fort Lauderdale
Jacksonville
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Representative Offices:
Buenos Aires
Tel Aviv

June 20, 2000

L. JAMES DICKSON
727-824-6117
Internet Address:
jdickson@hklaw.com

VIA UPS OVERNIGHT DELIVERY

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-06/21/00-01050-004
****125.00 ****125.00

RE: ORTHOPEDIC & SPINE CARE, P.L.

Dear Madam or Sir:

Enclosed for filing of record are the original of the Articles of Organization of Orthopedic & Spine Care, P.L., a Florida professional limited liability company, together with a copy thereof, and this firm's check in the amount of \$125 for the applicable fees.

Please return a "filed" conformed copy of the Articles of Organization.

Your assistance in this matter is appreciated.

Very truly yours,

HOLLAND & KNIGHT LLP

By: 
L. JAMES DICKSON

Enclosures

100-7429
OR 6-26
OR
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OR
OR
OR

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DEPT. OF STATE
TALLAHASSEE, FLORIDA

ORTHOPEDIC & SPINE CARE, P.L.

ARTICLES OF ORGANIZATION

The undersigned, acting as member, for the purpose of forming ORTHOPEDIC & SPINE CARE, P.L. (the "Company"), as a professional limited liability company under the Professional Service Corporation and Limited Liability Company Act, Chapter 621, FLORIDA STATUTES, and the Florida Limited Liability Company Act, Chapter 608, FLORIDA STATUTES, hereby executes the following Articles of Organization pursuant to the requirements of Chapter 621, and Chapter 608, FLORIDA STATUTES.

ARTICLE 1

Name

The name of the Company is:

ORTHOPEDIC & SPINE CARE, P.L.

ARTICLE 2

Purpose

The Company is organized for the sole and specific purpose of rendering a professional service within the meaning of Chapter 621, FLORIDA STATUTES, and for the specific purpose of engaging in the practice of medicine and each of its subspecialties within the State of Florida. To the extent authorized by law, the Company may engage in any other business or investment activity.

ARTICLE 3

Members.

The Company shall have as its members only other professional limited liability companies, professional corporations, or individuals who themselves are duly licensed or otherwise legally authorized to render the same professional service as the Company.

ARTICLE 4

Mailing and Street Address

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

3281 Landmark Road
Clearwater, Florida 33761

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TALLAHASSEE, FLORIDA

ARTICLE 5

Registered Agent and Office

The name and street address of the Company's initial registered agent in the State is:

Douglas J. Weiland, M.D.
3281 Landmark Road
Clearwater, Florida 33761

ARTICLE 6

Duration

The period of duration for the Company is perpetual.

ARTICLE 7

Management

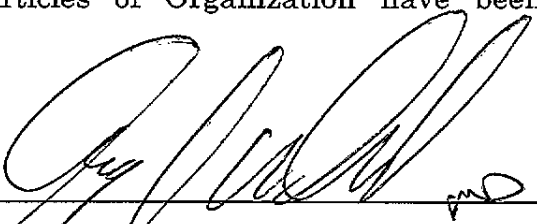
The Company is a manager-managed company.

ARTICLE 8

Continuation of Business

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 limited liability company will not cause a dissolution of the Company, and the remaining members have the right to continue the business of the limited liability company.

IN WITNESS WHEREOF, these Articles of Organization have been executed.

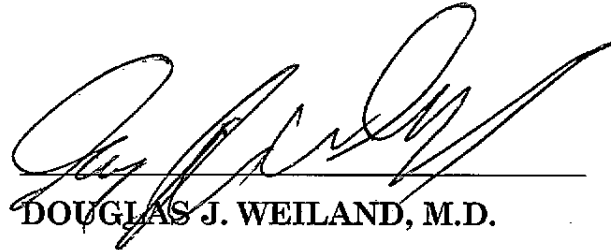


DOUGLAS J. WEILAND, M.D.
Member

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TALLAHASSEE, FLORIDA

STATEMENT BY REGISTERED AGENT

I hereby accept the appointment as registered agent of ORTHOPEDIC & SPINE CARE, P.L., a Florida professional limited liability company. I am familiar with, and accept, the obligations of that position as provided for in Chapter 608, FLORIDA STATUTES.



Handwritten signature of Douglas J. Weiland, M.D.

DOUGLAS J. WEILAND, M.D.

Registered Agent

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TALLAHASSEE, FLORIDA