

L00000010276

ROBERT S. THURLOW, P.A.
ATTORNEY AT LAW
415 CANAL STREET
NEW SMYRNA BEACH, FLORIDA 32168

ASSISTANTS:
JANE MYERS: FAMILY & CIVIL
DIANE EYRE: ESTATES & PROPERTY
MARJORIE THURLOW: CLIENT SERVICES

PHONE:
(904) 424-1530
FAX:
(904) 424-1493

August 17, 2000

FL Secretary of State
Attn: Registration Section
P.O. Box 6327
Tallahassee, FL 32314

300003366273--2
-08/21/00--01131--004
***125.00 ***125.00

RE: R.T.M. FAMILY PARTNERSHIP, LTD.
MEDNET GLOBAL, L.C.
MEDNET WORLDWIDE, L.C.

Dear Sir/Madam:

Enclosed are the following regarding registering the above three new entities:-

1. Certificate of Limited Partnership of R.T.M. Family Partnership, LTD. and one copy
Acceptance of Appointment as Registered Agent and one copy
\$87.50 filing fee
2. Articles of Organization of Mednet Global, L.C. and one copy
Acceptance of Appointment as Registered Agent and one copy
\$125.00 filing fee
3. Articles of Organization of Mednet Worldwide, L.C. and one copy
Acceptance of Appointment as Registered Agent and one copy
\$125.00 filing fee

FILED
00 AUG 21 PM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please process these three new entities and return the appropriate duplicate documents showing receipt and processing.

Thank you for your assistance with this request. Should you have any questions, please do not hesitate to contact me.

Very truly yours,


Robert S. Thurlow

RST:jkm
Enclosures
cf: Client

mtw
8/28

**ARTICLES OF ORGANIZATION
OF
MEDNET WORLDWIDE, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Mednet Worldwide, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be P.O. Box 966, New Smyrna Beach, FL 32170 and 1412 S. Riverside Drive, New Smyrna Beach, FL 32168 respectively.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Robert S. Thurlow, 415 Canal Street, New Smyrna Beach, FL 32168.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

FILED
00 AUG 21 PM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are

NAME

ADDRESS

Alan Gilner

1412 S. Riverside Dr., New Smyrna Beach, FL 32168

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at New Smyrna Beach, Volusia County, Florida, on this 18th day of AUGUST, 2000.

Alan Gilner
Name of Organizer - ALAN GILNER
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
00 AUG 21 PM 9:09
FILED

STATE OF FLORIDA
COUNTY OF VOLUSIA

Alan Gilner
Applicant - ALAN GILNER

Sworn to (or affirmed) and subscribed before me this 18 day of August, 2000 by Alan Gilner.

Jane K. Myers
Notary Public -- State of Florida



Jane K. Myers
MY COMMISSION # CC862016 EXPIRES
October 27, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification x


Type of Identification Produced FL Driver License

(SEAL)

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **MEDNET WORLDWIDE, L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

Dated this 17th day of August, 2000.


Name: ROBERT S. THURLOW
Registered Agent
415 Canal Street
New Smyrna Beach, FL 32168
904-424-1530

FILED
00 AUG 21 PM 9:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA