

L000000011282



ACCOUNT NO. : 072100000032

REFERENCE : 835110 134758A

AUTHORIZATION : *Patricia Piguet*

COST LIMIT : \$ 155.00

ORDER DATE : September 19, 2000

ORDER TIME : 11:0 AM

ORDER NO. : 835110-005

CUSTOMER NO: 134758A

CUSTOMER: Theodore J. Klein, Esq
Theodore J. Klein, Esq

88 N.e. 168th Street

N. Miami Beach, FL 33162

DOMESTIC FILING

NAME: QUALITY CARING ASSOCIATES
L.L.C.

8000003398008--8

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

JP 9-19-00

DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 SEP 19 AM 11:30

RECEIVED

APPROVED
AND
FILED

00 SEP 19 PM 2:42

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Organization
of
Quality Caring Associates L.L.C.

THE UNDERSIGNED, being the authorized representative of all of the Members of Quality Caring Associates L.L.C., a Florida limited liability company formed hereunder, does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

FIRST: The name of this Company shall be:

Quality Caring Associates L.L.C.

SECOND: The term of existence of this Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and this Company shall exist perpetually thereafter unless sooner dissolved according to these Articles of Organization or by law.

THIRD: This Company may engage in any activity or business permitted under the laws of the State of Florida.

FOURTH: The initial mailing address and principal place of business of this Company shall be 12480 Highland Drive, Gulfport, Mississippi 39503 with the privilege of having its offices and branch offices at other places within or without the State of Florida.

FIFTH: The name of the initial registered agent of this Company in the State of Florida is Theodore J. Klein, Esq., whose address is 88 N.E. 168 Street, North Miami Beach, Florida 33162.

SIXTH: The Company shall be managed by one or more managers appointed by its members. The names and addresses of the initial managers who shall continue to serve until replaced by the members is set forth below as follows:

Howard Weitzner, M.D.
12480 Highland Drive
Gulfport, Mississippi 39503

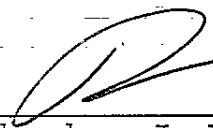
Robert S. Veneable, M.D.
12480 Highland Drive
Gulfport, Mississippi 39503

SEVENTH: No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Operating Agreement then in existence.

EIGHTH: Members may adopt, alter, amend or repeal any provision of these Articles of Organization upon the affirmative vote of all of the members.

00 SEP 19 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
APPROVED
AND
FILED


IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization in his representative capacity as the duly appointed representative of all of the members of this Company on this 18th day of September, 2000. In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.



Theodore J. Klein,
Member Representative

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

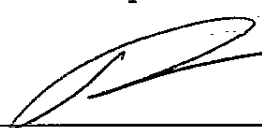
In compliance with Section 608.415, Florida Statutes, it is submitted that Quality Caring Associates L.L.C., desiring to organize under the laws of the State of Florida as a limited liability company, has named Theodore J. Klein, Esq., whose address is 88 N.E. 168 Street, North Miami Beach, Florida 33162, as its agent to accept service of process within Florida (registered agent).



Theodore J. Klein,
Member Representative

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Florida limited liability company, at the place designated in the Articles of Organization and in the certificate, I hereby agree, on this 18th day of September, 2000, to accept the appointment as registered agent and to act in this capacity. I further agree to comply with the provision of all statutes relating to the proper performance of my duties, and I am familiar with and accept the obligations of my duties as registered agent.



Theodore J. Klein, Esq.,
Registered Agent

llc.qualitycaring

00 SEP 19 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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