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T-122 P-01/06 F-026

Florida Department of State
Division of Corporations
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This Fax consists of 6 pages, including this cover page.

LIMITED LIABILITY COMPANY

GILL-OTERO, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

**ARTICLES OF ORGANIZATION
OF
GILL-OTERO, LLC**

ARTICLE I

NAME

The name of this limited liability company (the "Company") shall be **GILL-OTERO, LLC** and its mailing address is 1200 East Robinson Street, Orlando, Florida 32801, and the principal place of business of the Company shall be located at 1200 East Robinson Street, Orlando, Florida 32801.

ARTICLE II

COMMENCEMENT OF CORPORATE EXISTENCE

This Company shall commence existence on August 1, 2000, or the date these articles of organization are filed with the Secretary of the State of Florida, if later, and shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL PURPOSE; GENERAL POWERS

The general purpose of this Company shall be the transaction of any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

Prepared by:

Martha A. Hartley, Esq., FL Bar #0262900
Akerman, Senterfitt & Eidson, P.A.
P.O. Box 231
Orlando, FL 32802-0231

OR299642;1

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OF FLORIDA
TALLAHASSEE, FLORIDA

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ARTICLE IV**INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Company shall be located at the Law Offices of Dean, Ringers, Morgan and Lawton, P.A., 201 East Pine Street, Suite 1200, Orlando, Florida 32801, and the initial registered agent of this Company at that address shall be **JOHN D. ROBINSON, ESQUIRE**. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment of these articles of organization.

ARTICLE V**MANAGEMENT**

The Company will be managed by the Members, as further provided in the Company's Operating Agreement. The name and street address of the initial managing members are:

Haraldo Otero, D.D.S.
1200 East Robinson Street
Orlando, Florida 32801

Charles A. Gill, D.D.S.
1200 East Robinson Street
Orlando, Florida 32801

ARTICLE VI**REGULATIONS**

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the Members and shall require the unanimous approval of the Members.

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ARTICLE VII

ADMISSION OF NEW MEMBERS

Additional Members may be admitted from time to time on such terms and conditions as determined by the unanimous vote of Members or as are set forth in the Operating Agreement.

ARTICLE VIII

DISSOLUTION EVENT

Upon the occurrence of any event which terminates the continued membership of a Member in the Company, the remaining Members may continue the business of the Company upon the affirmative vote, within thirty (30) days after the occurrence of such an event, of all of the remaining Members.

ARTICLE IX

AMENDMENT

The right to amend or repeal any provisions contained in these articles of organization, or any amendment hereto, is conferred upon the Members and shall require the unanimous consent of the Members.

ARTICLE X

HEADINGS AND CAPTIONS

The headings or captions of these various articles of organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

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IN WITNESS WHEREOF, the undersigned does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, effective as of the date set forth in Article II.


CHARLES A. GILL, MEMBER


HARALDO OTERO, MEMBER

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TALLAHASSEE FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

GILL-OTERO, LLC (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, has named and designated **JOHN D. ROBINSON, ESQUIRE**, as its Registered Agent to accept service of process within the State of Florida with its registered office located at the Law Offices of Dean, Ringers, Morgan and Lawton, P.A., 201 East Pine Street, Suite 1200, Orlando, Florida 32801.

ACKNOWLEDGMENT

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of Sections 608.415 and 607.0505, Florida Statutes, as the same may apply to the Company; and I further agree to comply with the provisions of Florida Statutes, Section 48.091 and all other statutes, all as the same may apply to the Company relating to the proper and complete performance of my duties as Registered Agent.

Dated this 30th day of October, 2000.


John D. Robinson Esquire
Registered Agent

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JANUARY 1, 2001
TALLAHASSEE, FLORIDA