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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY COMPANY

FRIEFELD PROPERTIES, LLC

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

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Articles of Organization of
Friefeld Properties, LLC

The undersigned organize a limited liability company ("the company") under Chapter 608 of the Florida Statutes with the following Articles of Organization:

I
Name

The name of the limited liability company is Friefeld Properties, LLC.

II
Duration

The company shall exist in perpetuity from the date of filing of these Articles with the Secretary of State unless terminated earlier by the provisions of Chapter 608 of the Florida Statutes.

III
Nature of Business

The purpose of and nature of the business to be conducted by the company is to engage in any activity or business permitted under the laws of the United States and Florida and it shall possess all powers now or hereafter conferred upon the company by those governmental authorities.

IV
Principal Office and Address

The post office address and street address of the principal office of the company is:

16601 Northeast 19th Avenue
North Miami Beach, Florida 33179

or at any other location that the Members choose to designate.

V
Initial Registered Agent

The Initial Registered Agent of the company is Marty Patrick, Esq. whose street address is 1141 Kane Concourse, Bay Harbor Islands, Florida 33154.

This instrument prepared by:

Marty Patrick, Esquire
1141 Kane Concourse
Bay Harbor Islands, Florida 33154
(305) 867-8400

Florida Bar Number: 341320

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VI
Initial Board of Managers

The company shall be managed by an initial Board of Managers consisting of not fewer than 1 person, the exact number to be determined from time to time in accordance with the company's Regulations and Operating Agreement.

The name and address of the first Board of Managers who shall serve until the first annual meeting of the members or until their successors are elected and qualified are:

Richard Friefeld, M.D.
16601 Northeast 19th Avenue
North Miami Beach, Florida 33179

VII
Power of Board of Managers

Except as otherwise provided by the company's Regulations and Operating Agreement, the Board of Managers shall have full authority to conduct the business of the company and exercise all powers conferred by law, including but not limited to, the authority to elect or appoint officers of the company.

VIII
Members

There is one Member of this company. The name and address of the initial Member is:

Richard Friefeld, M.D.
16601 Northeast 19th Avenue
North Miami Beach, Florida 33179

IX
Contributions to Capital

The amount of capital which the initial Member has committed as his initial capital contribution is \$2,000.00.

X
Membership Interests

Membership interest in the company shall be evidenced by share or unit certificates.

No Member may transfer, sell or otherwise assign his or her shares to any other person or entity except as provided for by the company's Regulations and Operating Agreement.

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XI
Additional Members

Additional members may be admitted to the company upon payment of cash or contribution of capital assets after agreement by all Members.

XII
Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or the occurrence of any other event which would terminate the continued membership of a Member or Members in the company, the other Members have the right to continue the business of the company as reconstituted without the departing Member or Members, pursuant to the terms and conditions as set forth in the company's Regulations and Operating Agreement.

XIII
Amendment

The company reserves the right to amend or repeal any provision contained in these Articles of Organization and any right conferred upon a Member or Members is subject to this reservation.

Except as otherwise provided by law or by the company's Regulations and Operating Agreement, any such amendment shall be approved by all of the holders of membership interests.

In Witness Whereof, the undersigned authorized representative of the member(s) of the company has executed these Articles of Organization on November 28, 2000.

Rochelle Pletcher

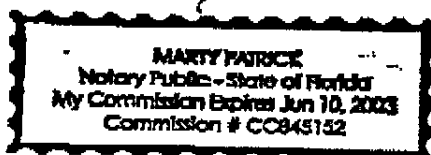
Rochelle Pletcher
Authorized Representative

State of Florida
County of Miami-Dade

Before me, the undersigned authority, personally appeared Rochelle Pletcher who has taken an oath and who executed the foregoing the foregoing Articles of Organization of Friefeld Properties, LLC and acknowledged before me that she executed the same for the purposes therein expressed on November 28, 2000.

☒ who is personally known to me
() who produced _____ as identification.

Notary Public



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**Certificate Of Designation Of Place Of Business Or Domicile For The Service
Of Process Within This State Naming Agent Upon Whom Process May Be Served**

The following is submitted in compliance with Chapter 48.091, Florida Statutes:

That Friefeld Properties, LLC desiring to organize under the laws of the State of Florida,
with its principal office as indicated in the Articles of Organization in the City of North Miami
Beach, County of Miami-Dade, State of Florida, has named:

Marty Patrick, Esquire
1141 Kane Concourse
Bay Harbor Islands, Florida 33154

as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Limited Liability
Company, at the place designated in this Certificate, I hereby accept to act in this capacity
and agree to comply with the provisions of the Florida Statutes relative to keeping open the
aforesaid office.


Marty Patrick, Esquire
Registered Agent

November 28, 2000

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TALLAHASSEE, FLORIDA