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LIMITED LIABILITY COMPANY

Nurse Staffing of St. Petersburg, LLC

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**ARTICLES OF ORGANIZATION FOR
NURSE STAFFING OF ST. PETERSBURG, LLC,
A FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is NURSE STAFFING OF ST. PETERSBURG, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 5047 Central Avenue, St. Petersburg, Florida 33710.

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by its managing member, and the name and address of the managing member is:

Nurse Staffing Holding, LLC
933 Lee Road, Suite 325
Orlando, Florida 32810

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Limited Liability Company is 933 Lee Road, Suite 325, Orlando, Florida 32810, and the initial Registered Agent at such address is Felix Cristello.

IN WITNESS WHEREOF, the undersigned managing member affirms that, under penalties of perjury, the facts stated herein are true, and the undersigned managing member has executed these Articles of Organization this 7th day of March, 2001.

NURSE STAFFING HOLDING, LLC, Managing Member

By:


Felix Cristello, Managing Member

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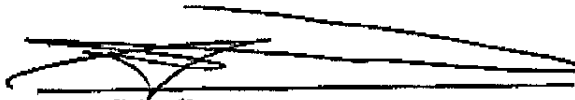
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**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, an individual, having been named in Article V of the foregoing Articles of Organization as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 608.407, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the limited liability company.

DATED this 7th day of March, 2001.


Felix Cristello