

Division of Corporations

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Florida Department of State

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From:

Account Name : KATZ, BARRON, SQUITERO & FAUST, P.A.
Account Number : 072627002473
Phone : (305) 856-2444
Fax Number : (305) 285-9227

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LIMITED LIABILITY COMPANY

CUARE HOLDINGS, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
CUARE HOLDINGS, LLC**

The undersigned, desiring to form a limited liability company (hereinafter the "Company") under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act (the "Act"), does hereby adopt the following Articles of Organization for the Company:

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ARTICLE I
NAME

The name of the Company is **CUARE HOLDINGS, LLC.**

ARTICLE II
ADDRESS

The mailing address and principal business address of the Company is **240 Crandon Boulevard, Suite 266, Key Biscayne, Florida 33149.**

ARTICLE III
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is **2699 South Bayshore Drive, 7th Floor, Miami, Florida 33133**, and the name of the initial registered agent of the Company at that address is **CORPCO, INC.**

ARTICLE IV
DURATION AND EFFECTIVE DATE

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The period of the Company's duration shall be perpetual.

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This instrument prepared by:

William D. Rohrer, Esq.

Fla. Bar No. 978965

KATZ, BARRON, SQUITERO & FAUST

2699 South Bayshore Drive, 7th floor

Miami, Florida 33133

(305)856-2444

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ARTICLE V
MANAGEMENT OF COMPANY

Management of the Company shall be vested in the Manager(s) and it is, therefore, a manager-managed company. The number of managers may be increased or decreased from time to time in accordance with the Company's operating agreement, but shall never be less than one.

IN WITNESS WHEREOF, the undersigned member has hereunto set his hand and seal this 24th day of May, 2001.

MEMBER:



WILLIAM D. ROHRER, Authorized Representative

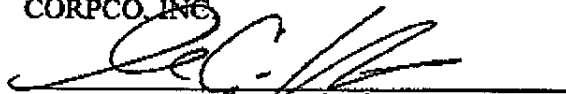
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ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization, I hereby accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of this position as registered agent.

IN WITNESS WHEREOF, as said registered agent, I have caused this Statement to be signed on this 24 day of May, 2001.

CORPCO, INC



Print Name: ANNA C. HARRIS

Title: VICE PRES

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