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ACCOUNT NO. : 072100000032

REFERENCE : 163867 7199111

AUTHORIZATION :

Patricia Pizito

COST LIMIT : \$ 155.00

ORDER DATE : May 25, 2001

ORDER TIME : 10:40 AM

ORDER NO. : 163867-005

CUSTOMER NO: 7199111

700004323447--8

CUSTOMER: Seth E. Ellis, Esq
The Law Offices Of Seth E.
Ellis, P.a.
Suite 290
2600 North Military Trail
Boca Raton, FL 33433

DOMESTIC FILING

NAME: MODERN THERAPY, LLC

EFFECTIVE DATE:

*effective date
5-24-01*

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118

EXAMINER'S INITIALS:

*JB
52501*

TO AVOID
SUFFICIENCY OF FILING

2001 MAY 25 AM 11:26

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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAY 25 AM 11:43

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AND
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**ARTICLES OF ORGANIZATION
FOR
MODERN THERAPY, L.L.C.**

**ARTICLE I
Name**

The name of the Limited Liability Company is **MODERN THERAPY, L.L.C.**

**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: C/O SETH E. ELLIS, P.A., 2600 North Military Trail, Suite 290, Boca Raton, FL 33431.

**ARTICLE III
Duration**

This period of duration for the Limited Liability Company shall be: PERPETUAL.

**ARTICLE IV
Purpose**

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under the Florida Limited Liability Company Act.

**ARTICLE V
Registered Agent**

The street address of the initial registered office of the Limited Liability Company shall be **SETH E. ELLIS, P.A.**, 2600 North Military Trail, Suite 290, Boca Raton, FL 33431 and the name of the initial registered agent of the Limited Liability Company at that address is Seth E. Ellis, Esq.

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TALLAHASSEE, FLORIDA

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ARTICLE VI

Management

The Limited Liability Company is to be managed by a manager and the name and the address of the manager is:

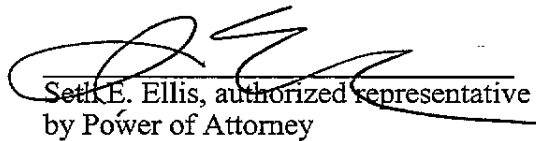
Mark White
1900 Sunset Harbor, #1507
Miami Beach, FL 33139

ARTICLE VII

Effective Date

Pursuant to Florida Statute Section 608.409, the Limited Liability Company's existence shall be effective as of May 24, 2001 which is within five (5) business days prior to the date these Articles of Organization are filed with the Department of State.

The undersigned authorized representative of a member of MODERN THERAPY, L.L.C., hereby executes these articles of organization on this 24 day of May, 2001.


Seth E. Ellis, authorized representative
by Power of Attorney

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is **MODERN THERAPY, L.L.C.**
2. The name and the Florida street address of the registered agent and office are:

Seth E. Ellis, Esquire
SETH E. ELLIS, P.A.,
2600 North Military Trail, Suite 290
Boca Raton, FL 33431

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 my position as registered agent as provided for in Chapter 608, F.S.


Seth E. Ellis

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TALLAHASSEE, FLORIDA

APPROVED
AND
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