

**MUCHNICK
WASSERMAN
DOLIN &
LEVINE, LLP**

Attorneys At Law

Sanford L. Muchnick, P.A.
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of Counsel
Merle Litman (1926-1977)

* Certified Family Law Mediator
† Florida Bar Board Certified Labor
& Employment Lawyer
** Also Admitted Ohio Bar
*** Also Admitted New Jersey Bar

June 6, 2001

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

**Re: Articles of Organization of PRECISION MEDICAL
RESOURCES, L.L.C., a Florida Limited Liability Company**

800004376728--6
-06/07/01--01136--004
****160.00 ****160.00

Dear Sir or Madam:

Enclosed herewith please find the original and one copy of Articles of Organization with regard to the above referenced LIMITED LIABILITY COMPANY, together with our firm's check in the amount of \$160.00 which covers the following:

1.	Filing Fee	\$100.00
2.	Registered Agent Fee	\$25.00
3.	Certified Copy	30.00
3.	Certificate of Status	\$ 5.00
		\$160.00

Kindly process the Articles of Organization and return one copy with the filing date stamped on it.

Thank you for your courtesy and cooperation in this regard.

Very truly yours,

MUCHNICK, WASSERMAN, DOLIN &
LEVINE, LLP

SANFORD L. MUCHNICK
FL. BAR NO. 057202

Sanford L. Muchnick, Esquire

SLM/hcd
Enclosures

delay in mailing.
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TALLAHASSEE FLORIDA

Signed for MR. WASSERMAN
in his absence to avoid
delay in mailing.

Reply to:

☒ Hollywood Office • Presidential Circle

4000 Hollywood Boulevard • Suite 620 North • Hollywood, Florida 33021
Broward (954) 989-8100 • Dade (305) 624-9100 • Fax (954) 989-8700

☐ Boca Raton Office • One Boca Place

2255 Glades Road • Suite 234 West • Boca Raton, Florida 33431
Palm Beach (561) 981-8882 • (561) 989-0054 (Hollywood Office) • Fax (561) 995-9353

Website: mwdl-law.com • E-mail: attorneys@mwdl-law.com

ARTICLES OF ORGANIZATION
FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I- Name:

The name of the Limited Liability Company is: **PRECISION MEDICAL RESOURCES, L.L.C.**

ARTICLE II-Address

The mailing address and street address of the principal office of the Limited Liability Company is:

4815 NW 14th Street
Coconut Creek, FL 33063

ARTICLE III-Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered Agent is:

Winston Singh
c/o Sound Medtrex, Inc.
4815 NW 14 Street
Coconut Creek, FL 33063

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.

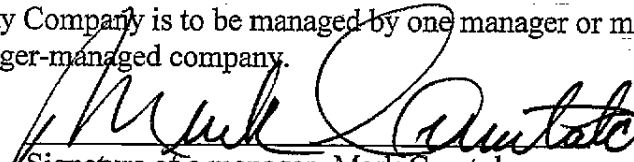


Registered Agent's Signature-WINSTON SINGH

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TALLAHASSEE, FLORIDA

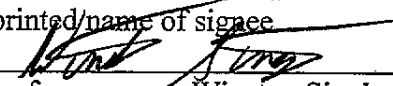
ARTICLE IV-Management

- ☐ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.


Signature of a manager- Mark Curatolo

Mark Curatolo

Type or printed name of signee


Signature of a manager- Winston Singh

Winston Singh

Type or printed name of signee

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TALLAHASSEE FLORIDA

ARTICLE V-Nature of Business

The general nature of the business, proposed object, and/or purpose to be transacted, promoted, and/or carried on are to do any and all things; both as Principals and/or Agents, as hereinafter mentioned as fully and to the same effect and/or extent as natural persons and/or other Organizations might or could do.

This Organization may engage in any and all activities, businesses, and/or objects permitted under the Laws of the State of Florida.

In addition to the above, the Organization shall be entitled to do the following:

A. Engage in wholesale and retail distribution of, sale of, design of and maintenance of, any and all types of products whether it be for public or private use or sale including medical services.

B. Purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, maintain, handle on consignment, own, hold for investment or otherwise use,

exercise, operate, manage, conduct, perform, enjoy, make, borrow, guarantee, contract in respect of, trade and deal in, sell (whether wholesale or retail), cater, exchange, mortgage, pledge, expand, encumber, transfer, assign and in all other ways dispose of, assemble, build, construct, operate, manufacture, place, cultivate, produce, market, and in all other ways (whether like or unlike the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible, intangible, wherever situated and however held, including, but not limited to food, liquor, restaurant products, money, credits, choses in action, securities, stocks, bonds, warrants, certificates, debentures, mortgages, notes on commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation (foreign or domestic) or of any government or subdivision, or agency thereof.

C. Hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, principal or trustee.

D. Promote or aid in any matter, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

E. Let concessions to others to do any of the things that this Organization is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

F. To do all and everything necessary, convenient or proper for the accomplishment or improvement of any and all of the business, purpose, or object of, or attaining to the business, purpose, or object of, or in furtherance of any and all of the powers enumerated in these

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ARTICLES OF ORGANIZATION (including any and all AMENDMENTS thereto) or the BYLAWS, necessary or incidental to the protection or benefit of the Organization as Principal, Agent, Director, Officer, Trustee, Legal Representative, or otherwise.

ARTICLE VI

The following bylaws of the Organization were adopted by the Limited Liability Company:

- A. The business, purpose, and object of this Organization shall be managed by the Members who shall be headed by a Chairman. Initially, one of the members shall act as Chairman. The number of Members shall at all times be in direct proportion to their ownership of the organization. All actions of the Member Board shall be approved by the affirmative vote of 3/4 of the members entitled to vote thereon (or in the manner provided for by law).
- B. All prorations or other expenses of organization shall be retroactive to January 1, 2001.
- C. All expenses of the organization shall be apportioned and be paid equally by the two (2) members.

ARTICLE VII- Members

The names, addresses and ownership interests in the organization are as follows:

- | | | |
|----|---|-----|
| 1. | Curemed, Inc.
P.O. Box 26027
Tamarac, FL 33320 | 50% |
| 2. | Sound Medtrex, Inc.
4815 NW 14 th Street
Coconut Creek, FL 33063 | 50% |

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ARTICLE VIII

Amendments

The power to adopt, alter, amend, and/or repeal the ARTICLES OF ORGANIZATION shall be vested in the Members. Each Amendment shall be approved by the affirmative vote of 3/4 of the Members entitled to vote thereon at a meeting of the members called for that purpose.

WHEREFORE, for the purpose of forming this Organization under the Laws and Statutes of the State of Florida, the undersigned has made, subscribed to, executed, and acknowledges these ARTICLES OF ORGANIZATION this 5 day of June, A.D., 2001.

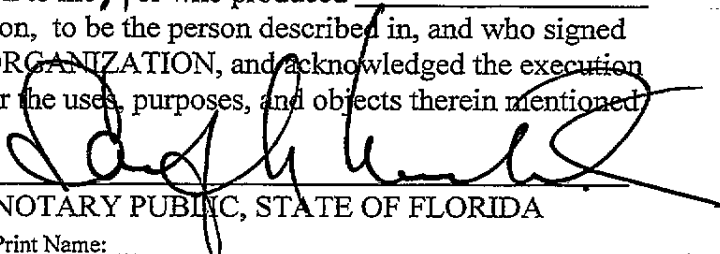

MARK CURATOLO, Manager


WINSTON SINGH, Manager

STATE OF FLORIDA }
 }§
COUNTY OF BROWARD }

BE IT KNOWN TO ALL BY THESE PRESENTS THAT:

On this 5 day of June, 2001, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments, **MARK CURATOLO** and **WINSTON SINGH**, who is personally known to me ☒ or who produced _____, as identification, to be the person described in, and who signed and executed the foregoing ARTICLES OF ORGANIZATION, and acknowledged the execution thereof to be her/his/their free act and deed for the uses, purposes, and objects therein mentioned.


NOTARY PUBLIC, STATE OF FLORIDA
Print Name: _____



My Commission Expires _____