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ACCOUNT NO. : 072100000032

REFERENCE : 416947 7233219

AUTHORIZATION :

Patricia Pigute

COST LIMIT : \$ 125.00

01 AUG 13 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

ORDER DATE : August 13, 2001

ORDER TIME : 10:34 AM

ORDER NO. : 416947-010

CUSTOMER NO: 7233219

CUSTOMER: Sandra L. Adams, Esq
Home Quality Management, Inc.

400004530014--8

Suite 155
2401 Pga Boulevard
Palm Beach Gard, FL 33410

RECEIVED
01 AUG 13 AM 11:32
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: HQM OF MEADOWS SOUTH, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS:

JB
8-13-01

**ARTICLES OF ORGANIZATION
OF**

HQM OF MEADOWS SOUTH, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be HQM of Meadows South, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be: 2401 PGA Boulevard, Suite 155, Palm Beach Gardens, Florida 33410.

ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Article of Organization or pursuant to the Operating Agreement governing the operations of the Company ("Operating Agreement").

ARTICLE V - ADDITIONAL CASH CONTRIBUTIONS

Each member shall not be required to make any additional cash contribution to the Company, except pursuant to the Operating Agreement.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Except as provided in the Operating Agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer its interest in the Company as set forth in the Operating Agreement. Any transferee shall have only those rights to participate in the management of the business and affairs of the Company or become a member as provided in the Operating Agreement, unless all the other members of the Company other than the member proposing to dispose of its interest approved of the proposed transfer by unanimous written consent.

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ARTICLE VII - TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the Company is continued by the consent of a majority of the remaining members.

ARTICLE VII - MANAGEMENT / MANAGING MEMBER

The Company shall be managed by a managing member in accordance with the Operating Agreement. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the company not inconsistent with the law or these Articles of Organization. The name and address of the sole Managing Member of the Company is:

Home Quality Management, Inc.
2401 PGA Boulevard, Suite 155
Palm Beach Gardens, FL 33410

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Palm Beach Gardens, Florida, on this ____ day of _____, 2001,

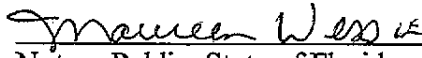
Home Quality Management, Inc.

By: 

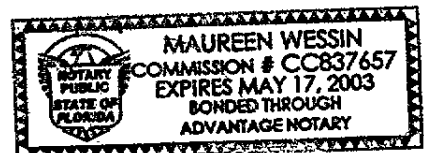
Paul Walczak, CEO

STATE OF FLORIDA
COUNTY OF PALM BEACH

Sworn to (or affirmed) and subscribed before me this 16th day of August 2001, by Elizabeth Fago, who is personally known X or produced identification _____ identification produced _____


Notary Public, State of Florida

MAUREEN WESSIN
Print, Type or Stamp
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the law of the State of Florida submits the following statement in designating the registered agent, in the State of Florida.

Name of the Corporation:

HQM of Meadows South, LLC

Name and address of the registered agent and office is:

Corporation Service Company

1201 Hays Street

Tallahassee, Florida 32301

Having been named as registered agent and to accept service of process for the above state corporation at the place designated in this acceptance, 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(signature)

BRIAN COURTNEY, ASST. V.P.

(printed name and title)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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