



L010000 D16987

ACCOUNT NO. : 072100000032

REFERENCE : 734755 7233219

AUTHORIZATION :

COST LIMIT : \$ 160.00

Patricia Pijet

ORDER DATE : October 2, 2001

ORDER TIME : 12:36 PM

ORDER NO. : 734755-005

CUSTOMER NO: 7233219

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

Suite 155
2401 Pga Boulevard
Palm Beach Gard, FL 33410

RECEIVED
01 OCT -2 PM 12:59
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: HQM OF AVON PARK, LLC

300004620289-2

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

WDL-22712

10-4-01

01 OCT -2 PM 10:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVE
AND
FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 2, 2001

CSC
SUSIE KNIGHT

SUBJECT: HQM OF AVON PARK, LLC
Ref. Number: W01000022772

We have received your document for HQM OF AVON PARK, LLC and the authorization to debit your account in the amount of \$160.00. However, the document has not been filed and is being returned for the following:

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 001A00055325

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SECRETARY OF STATE
GILL ABASSF, M.D.

APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION
OF**

HQM OF AVON PARK, 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 Avon Park, 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 IV - DESIGNATION OF RESIDENT AGENT

Name and address of the registered agent and office is:

Corporation Service Company
1201 Hays Street
Tallahassee, FL 32301

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

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 146
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 3rd day of October, 2001,

Home Quality Management, Inc.

By: [Signature]
Paul Walczak, as Chief Executive Officer

STATE OF FLORIDA
COUNTY OF PALM BEACH

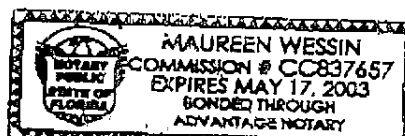
Sworn to (or affirmed) and subscribed before me this 3rd day of October, 2001, by Paul Walczak, who is personally known X or produced identification _____ identification produced _____

Maureen Wessin
Notary Public, State of Florida

Maureen Wessin

Print, Type or Stamp

My Commission Expires:



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TALLAHASSEE, FLORIDA

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AND
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ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligation of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: _____

BRIAN COURTNEY, ASST. VP.

APPROVED
AND
FILED

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TALLAHASSEE, FLORIDA