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\*ALSO ADMITTED IN GEORGIA

October 18, 2001

500004648835--4  
-10/22/01--01080--026  
\*\*\*\*155.00 \*\*\*\*155.00

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

*Handwritten signature/initials*

**RECEIVED**

Re: Independence Medical, L.L.C.

To Whom It May Concern:

I am enclosing herewith the following items regarding the filing of the Articles of Organization of the above referenced Limited Liability Company, to wit:

1. Original and one copy of Articles of Organization;
2. Affidavit of Membership and Contributions;
3. Registered Agent Certificate; and
4. A check payable to the Secretary of State in the amount of \$155.00.

Please file these documents on our behalf and remit the Certificate to the undersigned.

Thank you in advance for your cooperation.

Sincerely,

*Handwritten signature of Charles W. Cramer*  
Charles W. Cramer

CWC/ksw  
Enclosures

cc: Independence Medical, L.L.C. (w/ enc.)

FILED  
01 OCT 22 PM 3:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**INDEPENDENCE MEDICAL, L.L.C.**

The undersigned, acting as Manager of this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a Limited Liability Company for profit under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

**ARTICLE I: NAME**

The name of this Limited Liability Company shall be Independence Medical, L.L.C.

**ARTICLE II: PRINCIPAL OFFICE**

The principal office and mailing address of this Limited Liability Company shall be located at 1411 Edgewater Drive, Suite 100, Orlando, Florida 32804.

**ARTICLE III: DURATION**

The Limited Liability Company's period of duration is perpetual.

**ARTICLE IV: INITIAL REGISTERED  
OFFICE AND REGISTERED AGENT**

The initial street address of the registered office of this Limited Liability Company in the State of Florida shall be 1411 Edgewater Drive, Suite 100, Orlando, Florida, 32804. The name of the initial registered agent of this Limited Liability Company at that address is Charles W. Cramer.

**ARTICLE V: MANAGEMENT**

This Limited Liability Company is managed by Scott Bowen and Eric Bowen. Their address is 1411 Edgewater Drive, Suite 100, Orlando, Florida, 32804.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

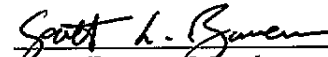
#### **ARTICLE VI: ADDITIONAL MEMBERS**

New members of this Limited Liability Company may only be admitted by the unanimous consent of the existing members. A member of this Limited Liability Company is prohibited from transferring his/her interest in this Limited Liability Company to any third parties, unless the other members unanimously agree to the transfer.

#### **ARTICLE VII: DISSOLUTION**

Unless the existing members of this Limited Liability Company unanimously agree, upon the death, insanity, bankruptcy, retirement, resignation or expulsion of any member this Limited Liability Company is to be dissolved.

IN WITNESS WHEREOF, the undersigned manager has made and subscribed these Articles of Organization this 15 day of October, 2001.

  
\_\_\_\_\_  
Scott Bowen, Member

  
\_\_\_\_\_  
Eric Bowen, Member

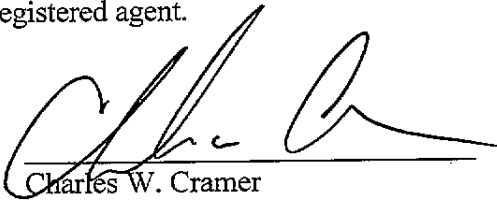
## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 908.415 or 608.507, of the Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the Limited Liability Company is Independence Medical, L.L.C.
2. The name and address of the registered agent and office is

Charles W. Cramer, Esq.  
1411 Edgewater Drive  
Suite 100  
Orlando, Florida 32804

Having been named as registered agent, and to accept service of process for the above stated Limited Liability Company at the place designated above, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of my position as registered agent.



Charles W. Cramer  
Registered Agent

Date: October 15, 2001