

L01000021814

Sonneborn Rutter
Cooney & Klingensmith PA

ATTORNEYS AT LAW

1545 CENTREPARK DRIVE NORTH
WEST PALM BEACH, FLORIDA 33401-7414
(561) 684-2000
FAX: (561) 684-2312

MAILING ADDRESS:
P.O. BOX 024486
WEST PALM BEACH, FL 33402-4486

central@srcke.com

October 29, 2001

Certified Mail
Return Receipt Requested
Secretary of State of Florida
Department of State
Corporations Division
P.O. Box 6327
Tallahassee, Fl. 32314

Re: **Boca Health Specialists, L.L.C.**
Our File No. 899701

100004661621--4
-10/31/01--01081--004
****155.00 ****155.00

ROSEMARY COONEY
CERTIFIED CIVIL MEDIATOR
MARK W. KLINGENSMITH
BOARD CERTIFIED CIVIL TRIAL LAWYER
R. WILLIAM RUTTER, JR.
CERTIFIED CIVIL MEDIATOR
CERTIFIED ARBITRATOR
MICHAEL S. SMITH
BARBARA W. SONNEBORN
BOARD CERTIFIED CIVIL TRIAL LAWYER

JEFFREY L. BLOSTEIN
K. STUART GOLDBERG
JEFFREY R. ROLLINS
TERRY R. SWARTZ
WILLIAM T. VIERGEVER

OF COUNSEL

THOMAS J. SCHULTE, P.A.
CERTIFIED CIVIL MEDIATOR
CERTIFIED ARBITRATOR

MEDICAL CONSULTANTS

EDWARD J. WARD, M.D.
BOBBY K. BISSOON
GINA M. GIOVANNI
NANCY L. GULLO, R.N.
DEBORAH RITSON, R.N., B.S.N.

LEGAL ASSISTANTS

JOYCE K. NIESMAN, C.L.A.
MICHELE CHAMBERS, J.D. (NY ONLY)

OFFICE MANAGER

MARTIN E. BUTLER, JR., C.P.A.

Dear Sir:

W0(-27447

I am enclosing herein the original and one copy of the Articles of Organization of the above-captioned corporation. Also enclosed is our check in the amount of \$155 to cover the cost of organization, as follows:

Filing Fee	\$125.00
Registered Agent fee	\$ included in filing fee
Certified copy	\$ 30.00

Enclosed also is a Certificate Designating Place of Business for the service of process within the state, naming the Resident Agent upon whom process may be served.

Very truly yours,


TERRY SWARTZ

TS:slb
Enclosures

cc: Owen J. Rheingold, M.D.
w/enc.

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W01-25529

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DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 6, 2001

TERRY SWARTZ
SONNEBORN RUTTER COONEY & KLINGENSMITH P
PO BOX 024486
WEST PALM BEACH, FL 33402-4486

SUBJECT: BOCA HEALTH SPECIALISTS, L.L.C.
Ref. Number: W01000025529

We have received your document for BOCA HEALTH SPECIALISTS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Limited liability companies do not list directors with us, and they cannot refer to "stock" in their articles of organization.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 001A00060252

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*Sonneborn Rutter
Cooney & Klingensmith* ^{PA}
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MICHELE CHAMBERS, J.D. (NY ONLY)

OFFICE MANAGER

MARTIN E. BUTLER, JR., C.P.A.

November 26, 2001

Certified Mail
Return Receipt Requested

Ms. Lee Rivers
Document Specialist
Secretary of State of Florida
Department of State
Corporations Division
P.O. Box 6327
Tallahassee, Fl. 32314

Re: **Boca Health Specialists, L.L.C.**
Our File No. 899701
Ref. No.: W01000025529

Dear Ms. Rivers:

Pursuant to your letter dated November 6, 2001, I am enclosing herein the original and one copy of the Articles of Organization of the above-captioned corporation which I have modified.

Enclosed also is a Certificate Designating Place of Business for the service of process within the state, naming the Resident Agent upon whom process may be served.

Thank you for your assistance. If you have any questions, please do not hesitate to call me.

Very truly yours,


TERRY SWARTZ

TS:slb
Enclosures
cc: Owen J. Rheingold, M.D.
w/enc.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 3, 2001

TERRY SWARTZ
SONNEBORN RUTTER COONEY & KLINGENSMITH
PO BOX 024486
WEST PALM BEACH, FL 33402-4486

SUBJECT: BOCA HEALTH SPECIALISTS, L.L.C.
Ref. Number: W01000027447

We have received your document for BOCA HEALTH SPECIALISTS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corrected articles you submitted still refer to stock in Article IV ("stockholders"). Please delete all references to stock or stockholders. Also, if you would like us to show a managing member on our records, please add a statement to your articles to the effect that the LLC shall be managed by a managing member, whose name and address is such-and-such. If you do not choose to do so now, you may tell us the management information when you file your first uniform business report.

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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 601A00063834

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Cooney & Klingensmith* PA

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JOYCE K. NIESMAN, C.L.A.

MICHELE CHAMBERS, J.D. (NY ONLY)

OFFICE MANAGER

MARTIN E. BUTLER, JR., C.P.A.

December 12, 2001

Via Federal Express

Ms. Lee Rivers
Document Specialist
Secretary of State of Florida
Department of State
Corporations Division
P.O. Box 6327
Tallahassee, FL 32314

Re: **Boca Health Specialists, L.L.C.**
Our File No. 899701
Ref. No.: W01000027447

Dear Ms. Rivers:

Pursuant to your letter dated December 3, 2001, I am enclosing herein the original and one copy of the Articles of Organization of the above-captioned corporation which I have modified.

Enclosed also is a Certificate Designating Place of Business for the service of process within the state, naming the Resident Agent upon whom process may be served.

Thank you for your assistance. If you have any questions, please do not hesitate to call me.

Very truly yours,


TERRY SWARTZ

TS:slb
Enclosures

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ARTICLES OF ORGANIZATION
OF
BOCA HEALTH SPECIALISTS, L.L.C.

The undersigned, being natural persons, competent to contract, hereby subscribe to and form this Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this company is BOCA HEALTH SPECIALISTS, L.L.C.

ARTICLE II

PLACE OF BUSINESS

The initial post office address of the principal office of this company in the State of Florida is 10491 Stonebridge Boulevard, Boca Raton, Florida 33498.

The Company may, from time to time, move the principal office to any other address within the State of Florida.

ARTICLE III

REGISTERED AGENT

The Registered Agent for Boca Health Specialists, L.L.C. shall be Owen J. Rheingold, M.D. whose address is 10491 Stonebridge Blvd., Boca Raton, Fl. 33498.

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ARTICLE IV

AMENDMENTS

These Articles of Organization may be amended in the manner provided by law.

ARTICLE V

NATURE OF BUSINESS

The general nature of the business to be transacted by this company is to engage in the business of ownership, management or leasing of medical office space, personal property and/or other health care related activities as well as to purchase corporate assets of, merge or consolidate with any other domestic or professional service company engaged in the same character of business; the creation of employee benefit plans and trusts incidental to the nature of the business; or to do any business as may be lawfully done by Limited Liability Companies under the laws of the State of Florida.

ARTICLE VI

MANAGING MEMBER

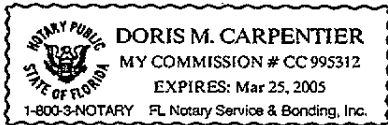
The managing member shall be Owen J. Rheingold, whose address is 10491 Stonebridge Boulevard, Boca Raton, Florida 33498

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STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 19 day of November, 2001, by Owen J. Hemigard who is personally known to me or has produced _____ as identification and who did take an oath.

(SEAL)



Owen J. Hemigard
Signature of person taking acknowledgment

Doris M. Carpentier
Name of Notary

NOTARY PUBLIC

CC 995312
Serial number, if any

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IN WITNESS WHEREOF, the undersigned, for the purpose of forming a company to do business in the State of Florida under the laws of the State of Florida, does hereby make and file these Articles of Organization, declaring and certifying that the facts herein stated are true, and does hereby execute these Articles of Organization on this 19 day of November, 2001.

Owen J. Rheingold
Owen J. Rheingold, M.D.
As Managing Member

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Florida Statutes, § 608.415, the following company, organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida. is submitted, in compliance with said Act.

1. Boca Health Specialists, L.L.C.

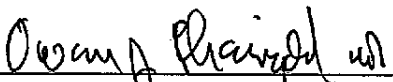
2. The name and address of its registered agent and office is:

Owen J. Rheingold, M.D.
10491 Stonebridge Boulevard
Boca Raton, Florida 33498

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ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Owen J. Rheingold, M.D.
Resident Agent