



*"Expert Staffing Solutions for Allied Health,
Medical and Healthcare Organizations"*

Lo2 000000 347

December 13, 2001

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

200004728612--3--
-12/17/01--01065--006
****155.00 ****155.00

Re: Articles of Organization
XCEL Search, LLC

Ladies and Gentlemen:

Enclosed herein are the original Articles of Organization on behalf of the captioned company. Also enclosed is a check in the amount of \$155.00 to cover the requisite filing fee, registered agent fee and certified copy fee. Please return the certified copy of the Articles of Organization to the below address. If you have any questions, please contact my office at (305) 251-3880.

Sincerely,

Gordon Libby
Gordon Libby

FILED
2001 DEC 31 PM 3:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

44



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 20, 2001

GORDON LIBBY
XCEL SEARCH LLC
13205 SW 137TH AVE SUITE 222
MIAMI, FL 33186

SUBJECT: XCEL SEARCH, LLC
Ref. Number: W01000029078

We have received your document for XCEL SEARCH, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

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) 245-6043.

Shawn Logan
Document Specialist

Letter Number: 601A00066557

FILED
2001 DEC 31 PM 3:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

XCEL SEARCH, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, pursuant to Chapter 608 of the Florida Statutes, hereby makes, acknowledges and files the following Articles of Organization (the "Articles").

ARTICLE I. NAME

The name of the limited liability company shall be XCEL SEARCH, LLC (the "Company").

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Company shall be 13205 S.W. 137th Avenue, Suite 222, Miami, FL 33186.

ARTICLE III. PURPOSES AND POWERS

The Company is authorized to transact any business permitted by the laws of the State of Florida for a limited liability company.

ARTICLE IV. DURATION

The Company shall commence its existence on the date that the Articles are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in the Operating Agreement.

ARTICLE V. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Gordon E. Libby, 13205 S.W. 137th Avenue, Suite 222, Miami, FL 33186.

ARTICLE VI. MANAGEMENT

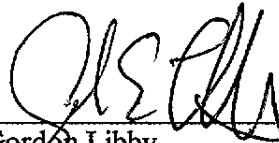
The Company shall be managed by managers in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the business and affairs of the Company, not inconsistent with Florida law or the Articles. The name and address of the initial manager of the company is Gordon Libby, 13205 S.W. 137th Avenue, Suite 222, Miami, Florida 33186.

FILED
2001 DEC 31 PM 3:14
CLERK OF THE COURT
ALABAMA STATE, FLORIDA

ARTICLE VII. AMENDMENT

The Articles may be amended only by the majority consent of the members.

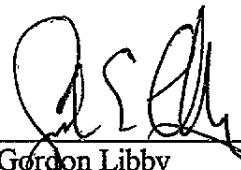
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Organization at Miami, Florida, on this 13th day of December, 2001.



Gordon Libby
Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of XCEL SEARCH, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all applicable Florida laws relating to the proper and complete performance of my duties, and is familiar with and accepts the obligations of the position as Registered Agent.



Gordon Libby
Registered Agent

Dated: December 13, 2001

FILED
2001 DEC 31 PM 3:14
OFFICE OF THE CLERK
TALLAHASSEE, FLORIDA