SCOTT DAVID KRUEGER, CHARTERED

A Professional Corporation

MERIDIEN CENTRE 2750 Northwest 43rd Street, Suite 201 POST OFFICE BOX 357099 GAINESVILLE, FLORIDA 32635

January 10, 2002

Gainesville (352) 376-3090

(352) 732-4405 OCALA

FACSIMILE (352) 377-1580

Secretary of State Division of Limited Liability Companies 409 East Gaines Street Post Office Box 6327 EFFECTIVE D

Via FedEx Overnight delivery

Tallahassee, Florida 32301

Incorporation of Medical Properties, L.L.C.

Merger of Medical Properties, Inc.

700004768597---01/11/02--01027--002 ****125.00 ****125.00

To whom it may concern:

Re:

Enclosed please find an original and one copy of the Articles of Organization for Medical properties, L.L.C., as well as a certificate designating Registered Agent/Registered Office, together with our check in the amount of \$125.00 to cover the following costs:

> Filing Fee \$ 100.00 Registered Agent Designation Fee Total

Additionally, I enclose an original and one copy of the Articles of Merger of Medical Properties, Inc. with Medical Properties, L.L.C., together with our check in the amount of \$60.00, to cover the following costs:

> Merger Corporation \$ 35.00 Limited Liability Company 25.00 Total \$60.00

Your prompt response in return of a confirmation of the filing is appreciated. Thank you for your assistance in this matter.

Sincerely yours,

Scott David Krusger

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ARTICLES OF ORGANIZATION OF MEDICAL PROPERTIES, L.L.C.

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act:

ARTICLE I

Name

The name of the limited liability company, referred to in these Articles as "company," is Medical Properties, L.L.C. and is effective as of January 7, 2002.

ARTICLE II

Purpose

The purpose for which Company is organized is to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE III

Principal Address

The address of company's principal place of business and mailing address in Florida is 4881 Northwest 8th Avenue, Suite 2, Gainesville, Florida 32605.

ARTICLE IV

Registered Agent and office

The name of Company's initial registered agent in Florida is Scott David Krueger. The address of Company's registered office in Florida is 2750 Northwest 43rd Street, Suite 201, Gainesville, Florida 32606.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization as an authorized representative of a member of the company on this __/o___ day of January, 2002, at Gainesville, Florida:

Jesse C. Brannen

STATE OF FLORIDA COUNTY OF ALACHUA

Subscribed and acknowledged before me by Jesse C. Brannen, as an authorized representative of a member of the company, on this ____ day of January, 2002. Jesse C. Brannen is personally known to me (yes ____ no ___) or has produced ____ as identification.

NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

Printed Name of Notary:

My Commissions Expires:

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

In pursuance to the provisions of Chapter 608 of the Florida Statutes, the following is submitted in designating the registered agent and registered office in the state of Florida.

That "Medical Properties, LLC", desiring to organize under the laws of the State of Florida, has named the following, who is located at the address indicated, as its agent to accept service of process within this state:

SCOTT DAVID KRUEGER 2750 NORTHWEST 43RD STREET, SUITE 201 GAINESVILLE, FLORIDA 32606

<u>ACKNOWLEDGMENT</u>

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Scott David Krueger

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