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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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LIMITED LIABILITY COMPANY

u.s bariatric, miami, llc

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ARTICLES OF ORGANIZATION
OF
U.S. BARIATRIC, MIAMI, LLC

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: U.S. BARIATRIC, MIAMI, LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be 4800 N.E. 20th Terrace, Suite 303, Fort Lauderdale, Florida 33308, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 4800 N.E. 20th Terrace, Suite 303, Fort Lauderdale, Florida 33308. The initial registered agent at that address is Robert T. Marema, M.D.

ARTICLE IV

The limited liability company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13th day of May, 2002.

U.S. BARIATRIC, INC., Member

By:

Robert T. Marema
Robert T. Marema, President

William C. Philippi, P.A.
FL Bar No. 190129
Broad and Cassel
500 East Broward Boulevard, Suite 1130
Fort Lauderdale, Florida 33394

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305 541 3770 P.03/03
954 351 7770 P.09/11

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in the foregoing Articles of Organization, 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.


ROBERT T. MAREMA, M.D.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

William C. Philippi, P.A.
FL Bar No. 190129
Broad and Canal
500 East Broward Boulevard, Suite 1130
Fort Lauderdale, Florida 33394

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