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Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone

; (305)634-3694 Fax Number : (305)633-9696

LIMITED LIABILITY COMPANY

u.s bariatric, orlando, llc

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UNISION OF CORPORATION

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#### ARTICLES OF ORGANIZATION OF U.S. BARIATRIC, ORLANDO, LLC

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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.

#### ARTICLEI

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

#### **ARTICLE II**

The mailing address and street address of the principal office of the limited liability company shall be 4800 N.E. 20th Tetrace, 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 lotteday of May, 2002.

U.S. BARTATRIC, INC., Member

By:

Robert T. Marema, President

)2 MAY 13 PM 1:

William C. Phillippe, P.A. FL. Bar No. 190129 Broad and Cassol 500 East Broward Boulevard, Suite 1130 Fort Lauderdale, Florida 33294

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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 Hability 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.

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

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