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JAFFE &
LEVINE, LLP**
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Merle Litman (1926-1977)

* Certified Family Law Mediator
** Also Admitted New York Bar

LO20000014609

July 30, 2002

VIA UPS OVERNIGHT MAIL

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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-07/31/02--01052--002
*****60.00 *****60.00

RE: **LAKE WORTH GARDENS COMMUNITY, L.L.C.**
1801 Clint Moore Road, Suite #200
Boca Raton, FL 33487

Dear Sir/Madam:

Enclosed herewith please find the original and one copy of Amended Articles of Incorporation with regard to the above referenced limited liability corporation, together with our firm's check in the amount of \$60.00 which covers the following:

1. \$25.00 filing fee for Amended Articles of Organization for the above referenced Limited Liability Corporation
2. \$30.00 for a certified copy of these Amended Articles of Organization for the above referenced Limited Liability Corporation
3. \$5.00 for a Certificate of Status for the above referenced Limited Liability Corporation

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 TALLAHASSEE, FLORIDA

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Kindly send the above in the return UPS overnight package enclosed for your convenience.

| | |
|-------------------|---|
| Name | Should you have any questions, do not hesitate to contact me. |
| Availability | |
| Document Examiner | Very truly yours, DCC |
| Updater | MUCHNICK, WASSERMAN, JAFFE & LEVINE, L.L.P. DCC |
| Updater Verifier | <i>Sanford L. Muchnick / hed</i> DCC |
| Acknowledgement | Sanford L. Muchnick, Esq. DCC |
| W. P. Verifier | SLM/hed DCC |
| Enclosures | |

Need original file date 06/06/02

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Reply to:

□ Hollywood Office • Presidential Circle • Suite 620 North
4000 Hollywood Boulevard • Hollywood, Florida 33021
(954) 989-8100 • (305) 624-9100 • Fax (954) 989-8700

□ Boca Raton Office • Comerica Bank Building • Suite 102
1800 Corporate Blvd., NW • Boca Raton, Florida 33431
(561) 981-8882 • Fax (561) 995-9359

Website: www.mwj-l-law.com • E-mail: attorneys@mwj-l-law.com

8 pages

AMENDED ARTICLES OF ORGANIZATION
FOR A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I-Name:

The name of the Limited Liability Company is: **LAKE WORTH GARDENS COMMUNITY, L.L.C.**

ARTICLE II-Address

The mailing address and street address of the principal office of the Limited Liability Company

1801 Clint Moore Road
Suite #200
Boca Raton, FL 33487

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ARTICLE III-Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered Agent is:

Sanford L. Muchnick, Esq.
4000 Hollywood Blvd. Suite #620-N
Hollywood, FL 33021

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S.


Registered Agent's Signature-SANFORD L. MUCHNICK, ESQ.

ARTICLE IV-Management

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

STRO, L.L.C., a Delaware Limited Liability Company

By *Robert J. Weinstein*
ROBERT J. WEINSTEIN, M.D., Manager

ARTICLE V-Nature of Business

The general nature of the business, proposed object, and/or purpose to be transacted, promoted, and/or carried on are to do any and all things; both as Principals and/or Agents, and hereinafter mentioned as fully and to the same effect and/or extent as natural persons and/or other Organizations might or could do.

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This Organization may engage in any and all activities, businesses, and/or objects permitted under the Laws of the State of Florida.

In addition to the above, the Organization shall be entitled to do the following:

A. Engage in wholesale and retail distribution of, sale of, design of and maintenance of, any and all types of products whether it be for public or private use or sale including medical services.

B. Purchase, receive by way of gift, subscribe for, invest in, and in all other ways acquire, import, lease, maintain, handle on consignment, own, hold for investment or otherwise use, exercise, operate, manage, conduct, perform, enjoy, make, borrow, guarantee, contract in respect

of, trade and deal in, sell (whether wholesale or retail), cater, exchange, mortgage, pledge, expand, encumber, transfer, assign and in all other ways dispose of, assemble, build, construct, operate, manufacture, place, cultivate, produce, market, and in all other ways (whether like or unlike the foregoing), deal in and with property of every kind and character, real, personal, or mixed, tangible, intangible, wherever situated and however held, including, but not limited to food, liquor, restaurant products, money, credits, choses in action, securities, stocks, bonds, warrants, certificates, debentures, mortgages, notes on commercial paper and other obligations and evidences of interest in or indebtedness of any person, firm or corporation (foreign or domestic) or of any government or subdivision, or agency thereof.

C. Hire and employ agents, servants and employees, and to enter into agreements of employment and collective bargaining agreements, and to act as agent, contractor, principal or trustee.

D. Promote or aid in any matter, financially or otherwise, any person, firm, association, or corporation, and to guarantee contracts and other obligations.

E. Let concessions to others to do any of the things that this Organization is empowered to do, and to enter into, make, perform and carry out, contracts and arrangements of every kind and character with any person, firm, association, or corporation, or any government or authority or subdivision or agency thereof.

F. To do all and everything necessary, convenient or proper for the accomplishment or improvement of any and all of the business, purpose, or object of, or attaining to the business, purpose, or object of, or in furtherance of any and all of the powers enumerated in these ARTICLES OF ORGANIZATION (including any and all AMENDMENTS thereto) or the

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BYLAWS, necessary or incidental to the protection or benefit of the Organization as Principal, Agent, Director, Officer, Trustee, Legal Representative, or otherwise.

ARTICLE VI

The following bylaws of the Organization were adopted by the Limited Liability Company:

- A. The business, purpose, and object of this Organization shall be managed by a Manager who shall be STRO L.L.C., A Delaware Limited Liability Company
- B. All prorations or other expenses of organization shall be retroactive to June 1, 2002.
- C. All expenses of the organization shall be apportioned and be paid proportionately by the two (2) members.

ARTICLE VII- Members

The names, addresses and ownership interests in the organization are as follows:

- | | | |
|----|--|------------|
| 1. | TANNEBAUM LLC 1801 Clint Moore Road, Suite #200 Boca Raton, FL 33487 | 90% |
| 2. | PHILIP ROSENBERG 1801 Clint Moore Road, Suite #200 Boca Raton, FL 33487 | 10% |

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ARTICLE VIII

Amendments

The power to adopt, alter, amend, and/or repeal the ARTICLES OF ORGANIZATION shall be vested in the Members. Each Amendment shall be approved by the affirmative vote of 3/4 of the Members entitled to vote thereon at a meeting of the members called for that purpose.

WHEREFORE, for the purpose of forming this Organization under the Laws and Statutes of the State of Florida, the undersigned has made, subscribed to, executed, and acknowledges these ARTICLES OF ORGANIZATION this 26th day of July, A.D., 2002.



PHILIP ROSENBERG, Member

TANNEBAUM, L.L.C, a Delaware Limited Liability Co
by STRO, L.L.C., a Delaware Limited Liability Co.



By: ROBERT J. WEINSTEIN, M.D., Member/Manager

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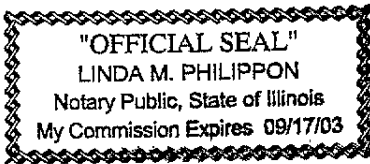
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STATE OF IL }
COUNTY OF Cook }§

BE IT KNOWN TO ALL BY THESE PRESENTS THAT:

On this 26th day of July, 2002, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments **PHILIP ROSENBERG**, who is personally known to me or who produced _____, as identification, to be the person described in, and who signed and executed the foregoing **ARTICLES OF ORGANIZATION**, and acknowledged the execution thereof to be her/his/their free act and deed for the uses, purposes, and objects therein mentioned.



Linda M. Philippon
NOTARY PUBLIC, STATE OF IL
Print Name: LINDA M. PHILIPPON

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TALLAHASSEE, FLORIDA

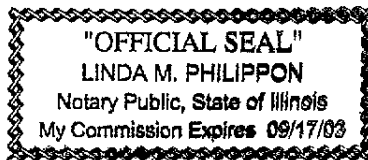
STATE OF ILLINOIS }
COUNTY OF COOK }§

BE IT KNOWN TO ALL BY THESE PRESENTS THAT:

On this 26th day of July, 2002, personally appeared before me, the undersigned officer duly authorized to administer oaths and take acknowledgments **ROBERT J. WEINSTEIN, M.D.**, who is personally known to me or who produced _____, as identification, to be the person described in, and who signed and executed the foregoing **ARTICLES OF ORGANIZATION**, and acknowledged the execution thereof to be her/his/their free act and deed for the uses, purposes, and objects therein mentioned.

Linda M. Philippon
NOTARY PUBLIC, STATE OF IL
Print Name: LINDA M. PHILIPPON

My Commission Expires:



**The original filing date for the ARTICLES OF ORGANIZATION
FOR LAKE WORTH GARDENS COMMUNITY, L.L.C. was
June 10th, 2002.**

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