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***JEFFREY C. BASSETT
OF COUNSEL

September 24, 2002

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Registration Section
Division of Corporations
Secretary of State
P.O. Box 6327
Tallahassee, Florida 32314

RE: Compass Physical Therapy, LLC; Our File No. C430-13434

Dear Division of Corporations:

Enclosed herewith please find the original of the Articles of Organization for the above referenced limited liability company.

Additionally, please find enclosed a check in the amount of One Hundred Thirty and 00/100 Dollars ($130.00), which covers the following costs for filing the limited liability company:

1.	Filing Fees for Articles of Organization . . .	$ 00
2.	Designation of Registered Agent	00
3.	Certificate of Status	00
	Total	$ 00

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TALLAHASSEE, FLORIDA

Should you have any questions or need further clarification regarding the above, please feel free to call our office collect.

Sincerely,

BURKE & BLUE, P.A.

Edward A. Hutchison, Jr.

EAH/kb
Enclosure(s)
cc: Hazel Jennifer von Maack

Name Availability	
Document Examiner	DCC
Updater	DCC
Verifier	
Verifyer	DCC
Acknowledgment	DCC
W. P. Verifyer	DCC

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6 pages

ARTICLES OF ORGANIZATION
OF
Compass Physical Therapy, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be Compass Physical Therapy, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company shall be:

Compass Physical Therapy, LLC
5821 N. Lagoon Drive
Panama City Beach, FL 32408

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TALLAHASSEE, FLORIDA

ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall terminate not later than December 31, 2051, unless the Company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered office and registered agent of the company in the State of Florida is:

Hazel Jennifer von Maack
5821 N. Lagoon Drive
Panama City Beach, FL 32408

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the company the cash or property set forth in the operating agreement of the members.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approves of the proposed transfer by unanimous written consent.

ARTICLE VII - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, insanity, retirement, resignation, expulsion or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

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TALLAHASSEE, FLORIDA

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The names and addresses of the initial members of the Company are:

NAME	ADDRESS
Hazel Jennifer von Maack	5821 N. Lagoon Drive Panama City Beach, FL 32408
Eric Douglas Ellington	5821 N. Lagoon Drive Panama City Beach, FL 32408

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TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Panama City Beach, Bay County, Florida, on this 4th day of September, 2002.

H. Jennifer von Maack
Hazel Jennifer von Maack

Eric D. Ellington
~~Eric~~ Douglas Ellington

STATE OF Florida
COUNTY OF Bay

The foregoing instrument was acknowledged before me this 4th day of September, 2002, by Hazel Jennifer von Maack, who: (notary must check applicable box)

☑ is personally known to me.
☐ produced a current Florida driver's license as identification.
☐ produced _____ as identification.

KELLIE J. BROWN
MY COMMISSION # CC 761453
EXPIRES: September 17, 2002
(SEAL) Notary Public Underwriters

Kellie J Brown
Notary KELLIE J. BROWN
(Print Name)

STATE OF Florida
COUNTY OF Bay

The foregoing instrument was acknowledged before me this 4th day of September, 2002, by Eric Douglas Ellington, who: (notary must check applicable box)

☐ is personally known to me.
☑ produced a current ~~Florida~~ Tennessee driver's license as identification.
☑ produced TN DL# 8102159 7 as identification.

Kellie J Brown
Notary KELLIE J. BROWN
(Print Name)

(SEAL)

KELLIE J. BROWN
COMMISSION # CC 761453
EXPIRES September 17, 2002
Notary Public Underwriters

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of Compass Physical Therapy, LLC, as 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 statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the positions of registered agent.

H. Jennifer von Maas

Name: Hazel Jennifer von Maas
Registered Agent
Address: 5821 N. Lagoon Drive
Panama City Bch, FL 32408

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