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KALEEL & ASSOCIATES

ATTORNEYS AND COUNSELORS AT LAW

555 N. CONGRESS AVENUE SUITE 301 BOYNTON BEACH, FL 33426

KENNETH M. KALEEL CAROL L. CROZIER TELEPHONE 561-738-1104 FACSIMILE 561-738-1106 CAROL ANN BERNSTEIN, PARALEC.

December 5, 2002

Via UPS Overnight

State of Florida Department of State Corporate Division Post Office Box 6327 Tallahassee, FL 32314

Re: Endodontic Associates of Wellington, LLC

Gentlemen:

Dear Sir:

I am enclosing herein the original and one copy of the Articles of Organization of the above-captioned limited liability company. Also enclosed is a Personal Money Order No. 433496534 in the amount of \$125.00 representing your filing fee.

Enclosed also is a Certificate Designating Place of Business for the service of process within the state, naming the Resident Agent upon whom process may be served.

Please file the original Articles and return a copy of same to this office in the enclosed self-

addressed stamped envelope provided herein.

Sincerely,

KALERI & ASSOCIATES

Kenneth M. Kaleel, Esquire

KMK/slb

Enclosures

cc: Allan Moskow, DDS

Michael Rosengarten, DDS

w/o enc.

FILES ONO

ARTICLES OF ORGANIZATION

OF

ENDODONTIC ASSOCIATES OF WELLINGTON, 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 **ENDODONTIC ASSOCIATES OF WELLINGTON, LLC** ("Company").

ARTICLE II -- ADDRESS

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

13111 DoubleTree Circle Wellington, FL 33414

ARTICLE III -- INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability Company is:

555 No. Congress Ave., Suite 301 Boynton Beach, FL 33426

and the name of its initial registered agent at such address is:

Kenneth M. Kaleel, Esq. Kaleel & Associates

ARTICLE IV -- 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 be perpetual.

ARTICLE V -- 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 address of the members of the Company are

NAME

ADDRESS

Allan Moskow

2240 Woolbright Rd, Suite 410 Boynton Beach, FL 33426

Michael Rosengarten

13111 DoubleTree Circle Wellington, FL 33414

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, 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 of the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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 unanimous vote of all the remaining members.

In accordance with Section 608.408(3), Florida Statutes, the execution of this documentation constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Allan Moskow, Organizer

Michael Rosengarten, Organizer

STATE OF FLORIDA COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Allan Moskow, known to me to be and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforementioned above this day of November, 2002.



Notary Public, State of Florida at Large

My commission expires: September 7, 2006

(Seal)

STATE OF FLORIDA COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael Rosengarten, known to me to be and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforementioned above this 2002 day of Nevember, 2002.

Jennie A Toole

My Commission DD147820

Expires September 07 2006

Notary Public. State of Florida at Large

My commission expires: September 7,2006

(Seal)

FILED

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of Chapter 608 F.S., Endodontic Associates of Wellington, LLC, a Limited Liability Company, submits the following statement to designate a registered office and registered agent in the State of Florida:

- The name of the limited liability company is Endodontic Associates of Wellington,
 LLC.
- 2. The name and street address of the registered agent in Florida are:

Kenneth M. Kaleel, Esq. Kaleel & Associates 555 No. Congress Ave., Suite 301 Boynton Beach, FL 33426

The undersigned, being the person named in the Articles of Organization of Endodontic Associates of Wellington, LLC, as the 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 duties, and is familiar with and accepts the obligations of

the position of Registered Agent.

Kenneth M. Kaleel, Esq

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforementioned above this 2002 day of November, 2002.



Notary Public, State of Florida at Large

My commission expires: Systember 7,2014

STATE OF FLORIDA COUNTY OF PALM BEACH

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Michael Rosengarten, known to me to be and known by me to be the person who executed the foregoing Affidavit of Membership and Contributions, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County aforementioned above this 2002 day of November 2002.

blic, State of Florida at Large

My commission expires:

Systember 7,3006