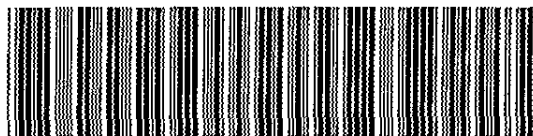


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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**JONES
FOSTER
JOHNSTON
& STUBBS, P.A.**
Attorneys and Counselors

Flagler Center Tower, Suite 1100
505 South Flagler Drive
West Palm Beach, Florida 33401
Telephone (561) 659-3000

Mailing Address
Post Office Box 3475
West Palm Beach, Florida 33402-3475

03 MAR -5 PM 3:10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Patrick M. Whitehead, Esquire
Direct Dial: 561-650-0404
Direct Fax: 561-650-0485
E-Mail: pwhitehead@jones-foster.com

February 28, 2003

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
409 East Gaines Street
Tallahassee, FL 32301

Re: Conversion of the BCS, a Florida General Partnership, to Bursico, LLC

Dear Sir or Madam:

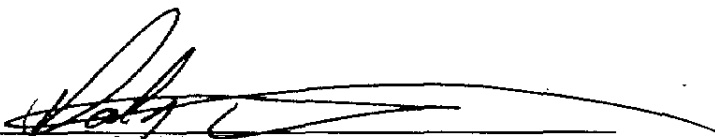
Enclosed for filing are the Articles of Organization of the above captioned proposed limited liability company. Also enclosed is a Certificate of Conversion converting BSC, a Florida general partnership, into the above-captioned proposed limited liability company. Enclosed is a check in the amount of \$180.00 for the filing fee, registered agent designation fee and certified copy fee.

Please call me if you have any questions.

Sincerely yours,

JONES, FOSTER, JOHNSTON & STUBBS, P.A.

By


Patrick M. Whitehead

PMW:sls
Enclosures

cc: David E. Bowers, Esq.

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CERTIFICATE OF CONVERSION

FILED

03 MAR -5 PM 3:10

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached Articles of Organization and this Certificate of Conversion to convert to a Florida limited liability company:

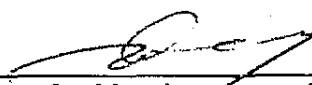
FIRST: The name of the unincorporated business immediately prior to filing this document was: BSC.

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: June 15, 1992
- B. Jurisdiction: Florida
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: N/A

THIRD: The name of the limited liability company as set forth in the attached Articles of Organization is:

BURSICO, LLC



Signature of a Member or an Authorized Representative of a
Member (in accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ROBERT BURGER

Typed or Printed Name of Signee

**ARTICLES OF ORGANIZATION
OF
BURSICO, LLC**

FILED
03 MAR -5 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the limited liability company is "BURSICO, LLC."

ARTICLE II - DURATION

The limited liability company shall exist from the date of the filing of the Articles of Organization with the Department of State until the limited liability company is dissolved in accordance with its Operating Agreement.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the limited liability company is:

BURSICO, LLC
3230 Lake Worth Road
Lake Worth, FL 33461

ARTICLE IV - REGISTERED AGENT

The name and address of the initial registered agent of the limited liability company is:

Robert Burger, M.D.
3230 Lake Worth Road
Lake Worth, FL 33461

ARTICLE V - ADDITIONAL MEMBERS

FILED

Additional members may be admitted to the limited liability company upon the unanimous agreement of all members of the limited liability company.

03 MAR -5 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - CONTINUATION OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of an event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall terminate and the limited liability company shall be dissolved, unless a majority of the remaining members of the limited liability company agree to continue the business of the limited liability company.

ARTICLE VII - MANAGEMENT

The limited liability company is to be managed by its members. The name and address of the managing members of the limited liability company:

Robert Burger, M.D.
Jerry Singer, M.D.
Ross Cohen, M.D.
Urologic Specialists, P.A.
3230 Lake Worth Road
Lake Worth, FL 33461

ARTICLE VIII – AUTHORIZED REPRESENTATIVE

FILED

The representative authorized to sign these Articles on behalf of the member is:

03 MAR -5 PM 3:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Robert Burger, M.D.
3230 Lake Worth Road
Lake Worth, FL 33461


IN WITNESS WHEREOF, the undersigned member of the limited liability company has executed these Articles of Organization this 18 day of February, 2003.



ROBERT BURGER, M.D.

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 18 day of February 2003, by Robert Burger, M.D., who is known personally to me.

 Susan E Hendsbee
My Commission CC829729
Expires April 25, 2003



Notary Public State of Florida

My Commission Expires: April 25, 2003

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

FILED

5 PM 3: 10

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, **BURSICO, LLC,**

desiring to organize under the laws of the State of Florida with its principal office as indicated in its Articles of Organization in the Lake Worth, County of Palm Beach, State of Florida, has named as its agent to accept service of process within this state:

Robert Burger, M.D.
3230 Lake Worth Road
Lake Worth, FL 33461

ACKNOWLEDGMENT:

Having been named as the registered agent for the above limited liability company at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: February 18, 2002


ROBERT BURGER, M.D.