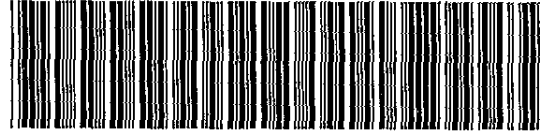


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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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DAVID C. CHAFIN
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FRANK G. ADROWSKI
OF COUNSEL
CHARLES E. GARRIS
FORREST
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 28, 2003

Via Federal Express

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

Re: General Medical, L.L.C.
Our File No: 7697.1

Dear Sir or Madam:

Please find enclosed with this letter the following original instruments:

1. Articles of Organization of General Medical, L.L.C.
2. Designation of Registered Agent and Registered Office.

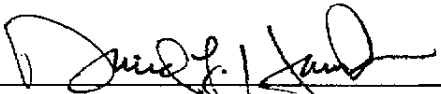
Please accept the Articles of Organization and the Designation of Registered Agent and Registered Office for filing in your office. Enclosed is this firms check made payable to you in the amount of \$125.00 representing your required filing fee.

Lastly, please find enclosed a photocopy of the Articles of Organization and the Designation of Registered Agent and Registered Office which I ask that you stamp acknowledging your receipt of them and return the stamped copies to me in the postage pre-paid, self addressed envelope also provided.

Thank you for your assistance. Please do not hesitate to contact me if you require any further information. My toll free number is 1-800-731-1901.

Very truly yours,

**MOSS, HENDERSON, BLANTON, LANIER,
KRETSCHMER & MURPHY, P.A.**

By 
David L. Hancock, Esq.

DLH/clr
Enclosures

**ARTICLES OF ORGANIZATION
OF
General Medical, L.L.C.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be General Medical, L.L.C. (hereinafter referred to as the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 185 14th Place SW, Vero Beach, Florida 32962.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual 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 agent of the Company in the State of Florida shall be David L. Hancock, Esq., Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A., 817 Beachland Boulevard, Vero Beach, Florida 32963.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall each initially contribute to the capital of the Company in cash or in other property agreeable to all the members equal to the number of membership units purchased by the members.

David L. Hancock, Esq.
Florida Bar No.: 123609
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963

FILED

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

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Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members. In the event the Company has three or more members, each member shall make additional capital contributions to the Company only on the consent of a majority 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 operating agreement or 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, approve of the proposed transfer by unanimous written consent.

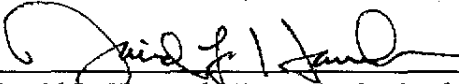
ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company may be dissolved on the death, bankruptcy, 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.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by the members in accordance with the operating agreement or regulations adopted by the members for the management of the business and affairs of the Company. The operating agreement or regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has made and subscribed these Articles of Organization on February 28, 2003.



David L. Hancock, Esq., Authorized Representative
of General Medical, L.L.C.

David L. Hancock, Esq.
Florida Bar No.: 123609
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE AND ACCEPTANCE OF REGISTERED AGENT**

FILED

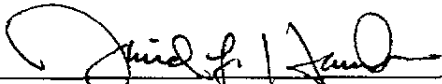
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Under the provisions of Florida Statutes, Chapter 608, General Medical, L.L.C., a Florida limited liability company, submits the following statement to designate a registered agent and registered office in the State of Florida:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the limited liability company is General Medical, L.L.C.
2. The name of the registered agent is David L. Hancock, Esq.
3. The registered office is 817 Beachland Boulevard, Vero Beach, Florida 32963.

The undersigned, being the person named in the Articles of Organization of General Medical, L.L.C., 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.



David L. Hancock, Esq., Registered Agent

Dated: February 28, 2003.

David L. Hancock, Esq.
Florida Bar No.: 123609
Moss, Henderson, Blanton, Lanier, Kretschmer & Murphy, P.A.
817 Beachland Boulevard
Vero Beach, Florida 32963