

Division of Corporations

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Division of Corporations
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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

MEDVENTIONS INTERNATIONAL, L.L.C.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 11, 2003

SHUTTS & BOWEN LLP

SUBJECT: MEDVENTIONS INTERNATIONAL, L.L.C.
REF: W03000022631

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**ARTICLES OF ORGANIZATION
OF
MEDVENTIONS INTERNATIONAL, L.L.C.**

The undersigned, being a Member and Organizer of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, does hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

MEDVENTIONS INTERNATIONAL, L.L.C.

SECOND: The latest date on which the Limited Liability Company is to dissolve is December 31, 2028.

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Statutes Annotated Sections 608.401 to 608.471, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 250 Australian Avenue South, Suite #500, West Palm Beach, Florida 33401, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is Keith A. James, Esq.

FIFTH: The mailing address and principal office of the Limited Liability Company is c/o Wallis, 3120 S. Ocean Blvd., Palm Beach, FL 33480.

SIXTH: The Limited Liability Company is to be managed by the Members.

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the Members is \$20,000.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

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Dr. Sherri Pinsley

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TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.

ELEVENTH: The remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Managing Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

TWELFTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the Members has executed and acknowledged these Articles of Organization on August 8, 2003.

Sherri Pinsley

STATE OF FLORIDA)

) SS:

COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Sherri Pinsley. She is personally known to me _____ or who has produced _____ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this _____ day of August, 2003.

Notary Public

DEBORAH A. WHIPPLE
Notary Public - State of Florida

Typed, printed or stamped name of Notary Public
Commission # CC912665

My Commission Expires: 2/21/2004

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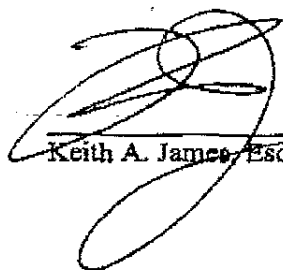
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**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

I, having been named as Registered Agent for MEDVENTIONS INTERNATIONAL, L.L.C., hereby voluntarily consent to serve as Registered Agent for MEDVENTIONS INTERNATIONAL, L.L.C.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: August 11, 2003


Keith A. James, Esquire

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