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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

DEW Healthcare, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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8-14-03

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ARTICLES OF ORGANIZATION

OF

DEW Healthcare, LLC

A Florida Limited Liability Company

ARTICLE 1

NAME

The name of this Limited Liability Company is: DEW Healthcare, LLC

ARTICLE 2

DURATION

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing and the street address of the principal office of the limited liability company is 555 W. Granada Blvd. #A-3, Ormond Beach, FL 32174. The name and address of the initial registered agent of the limited liability company is Palmetto Charter Services, Inc., 150 Magnolia Ave., Daytona Beach, FL 32114.

ARTICLE 4

MANAGEMENT

The name and address of the company managers are:

Joseph V. Lennartz
555 W. Granada Blvd., #A-3
Ormond Beach, FL 32174

Brian M. Ferguson
555 W. Granada Blvd., #A-3
Ormond Beach, FL 32174

At any time while there is more than one Manager, each Manager shall have the authority to act on behalf of the Company without the consent of the other Managers.

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ARTICLE 5**CONTINUATION OF BUSINESS**

Upon the death, bankruptcy, retirement, resignation, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the limited liability company, the remaining Members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining Member or a new Member is admitted, and (ii) within 90 days after the occurrence of the event of dissociation, the Members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6**ADMISSION OF ADDITIONAL MEMBERS**

No person may be admitted as an additional member without the prior unanimous written consent of the Members. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned authorized representative of the members does hereby execute and acknowledge these articles of organization this 14th day of August, 2003.


Larry D. Marsh, Authorized Representative

AND
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SECRETARY OF STATE
601 ARTS BLDG 1ST FLOOR
DALLAS, TEXAS 75202

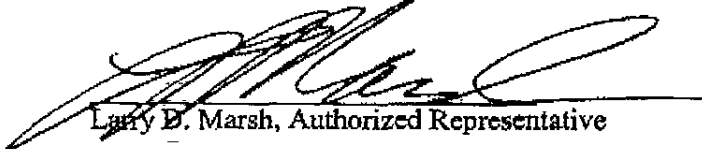
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**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 608.415 Florida Statutes, DEW Healthcare, LLC hereby designates PALMETTO CHARTER SERVICES, INC., 150 Magnolia Ave., Daytona Beach, FL 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.


Larry D. Marsh, Authorized Representative

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of DEW Healthcare, LLC for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC., a Florida
corporation


By: Larry D. Marsh
Its: Vice President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED