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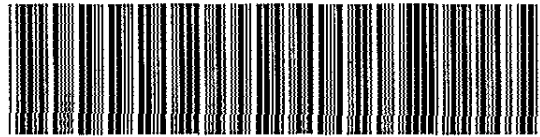
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

J. BRYAN SEP 25 2003



Attorneys at Law

Steven G. Schwartz, Esq.  
*Admitted in Florida,  
Virginia and Maryland*

Robert S. Horwitz, Esq.  
*Admitted in Florida  
and Maryland*

Jayme Manzo Deere, Esq.  
*Admitted in Florida*

Legal Assistants  
Jennifer M. Re  
Allison L. McGloin  
Diane S. Parsons

September 17, 2003

Registration Section  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

**RE: Articles of Organization of HSP, LLC  
Our File No. 283002**

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TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Organization re HSP, LLC. Kindly file same. Our firm's check number 3486 in the amount of \$160.00 is enclosed to cover the Filing Fee (\$100.00), Designation of Registered Agent (\$25.00), a Certified Copy (\$30.00) and a Certificate of Status (\$5.00).

A self-addressed stamped envelope is also provided for your use.

Please direct any questions or correspondence regarding this filing to me:

Jennifer Re, Paralegal  
Schwartz & Horwitz, P.A.  
3301 NW Boca Raton Boulevard  
Suite 200  
Boca Raton, Florida 33431  
Telephone: (561) 395-4747  
Facsimile: (561) 367-1550  
E-Mail: [jmr@sandhlawfirm.com](mailto:jmr@sandhlawfirm.com)

Thank you in advance for your assistance.

Sincerely,

Jennifer Re

JMR/ph

Enclosures

cc: Sam Halim, Jr.

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**ARTICLES OF ORGANIZATION  
FOR  
HSP, LLC  
(a Florida Limited Liability Company)**

**ARTICLE I – NAME**

The name of the Limited Liability Company is:

HSP, LLC

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

5550 Glades Road  
Suite 414  
Boca Raton, Florida 33431

**ARTICLE III – DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV – PURPOSE**

The purpose of the Limited Liability Company shall be to operate as joint ventures with VisionNET Television Network, Inc. for implementation / management of PatientTV Technology and related products and services.

**ARTICLE V – MANAGEMENT**

The Limited Liability company is to be member-managed by one or more members, and the names and addresses of the initial members are:

H&S Global, LLC (67%)  
c/o Jay Schwartz  
5550 Glades Road  
Suite 414  
Boca Raton, Florida 33431

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TALLAHASSEE, FLORIDA

John Peri (33%)  
5550 Glades Road  
Suite 414  
Boca Raton, Florida 33431

**ARTICLE VI – NAME AND ADDRESS OF THE INITIAL REGISTERED AGENT**

The initial registered agent is:

Steven G. Schwartz, Esquire  
3301 NW Boca Raton Boulevard  
Suite 200  
Boca Raton, Florida 33431

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**ARTICLE VII – CLASSES OF MEMBERSHIP**

There shall be one (1) class of members within HSP, LLC

**ARTICLE VIII – VOTING RIGHTS OF MEMBERS**

All members shall be voting.

**ARTICLE IX – CONTINUATION OF BUSINESS**

Upon 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, the remaining members shall have the right to continue the business.

**ARTICLE X – RIGHT TO ADMIT ADDITIONAL MEMBERS**

The members shall have the right to admit additional members upon the unanimous written approval of the existing members.

Dated: 9/16, 2003.

  
\_\_\_\_\_  
Signature of member or 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)

Jay M. Schwartz

Typed or printed name of signee.

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507 FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY, HSP, LLC, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Steven G. Schwartz  
Steven G. Schwartz, Esquire

Date: 9/16, 2003

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