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04 JAN 29 AM 9:34

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JAN 29 2004  
CLERK OF COURT

**TRANSMITTAL LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Ascent, L.L.C.  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert O. Baratta, M.D.  
(Name of Person)

Ascent, L.L.C.  
(Firm/Company)

31 S.E. Harbor Point Drive  
(Address)

Stuart, Florida 34996  
(City/State and Zip Code)

For further information concerning this matter, please call:

Erica C. Reed at (757) 624-3006  
(Name of Person) (Area Code & Daytime Telephone Number)

**STREET ADDRESS:**  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**  
Registration Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

**ARTICLES OF ORGANIZATION  
OF  
ASCENT, L.L.C.**

**FIRST:** The name of this limited liability company shall be Ascent, L.L.C. (the "Limited Liability Company").

**SECOND:** The period of duration for the Limited Liability Company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida.

**THIRD:** The mailing and street address of the principal office of the Limited Liability Company shall be 2100 S.E. Ocean Blvd., Stuart, Florida, 34996.

**FOURTH:** The name of the initial registered agent of the Limited Liability Company, shall be Robert O. Baratta, M.D. The street address of the initial registered office of the Limited Liability Company, shall be 31 S.E. Harbor Point Drive, Stuart, Florida, 34996.

**FIFTH:** The Limited Liability Company is organized for and shall be authorized to engage in any and all lawful business purposes as provided under the applicable laws of the State of Florida.

**SIXTH:** Additional Members of the Limited Liability Company may be admitted from time to time only as shall be determined in accordance with the applicable provisions set forth in the Operating Agreement of the Limited Liability Company, as amended from time to time.

**SEVENTH:** The Limited Liability Company shall be a manager-managed entity managed by a Manager or Managers appointed or elected for that purpose. The Limited Liability Company shall have one (1) Manager initially. The name and address of the individual to serve as the initial Manager of the Limited Liability Company, until the first annual meeting of Members or until a successor or successors is elected and qualified, is as follows:

Title:  
MGR

Name and Address:  
Robert O. Baratta, M.D.  
31 S.E. Harbor Point Drive  
Stuart, Florida 34996

**EIGHTH:** The right of the remaining Members of the Limited Liability Company to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or any other event which terminates the continued membership of a Member in the Limited Liability Company shall, if applicable, be determined in accordance with the applicable provisions set forth in the Operating Agreement of the Limited Liability Company, as amended from time to time.

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TALLAHASSEE, FL  
CLERK OF COURT

IN WITNESS WHEREOF, the undersigned, an authorized representative of a Member of the Limited Liability Company, has executed these Articles of Organization on this 28th day of January, 2004.



Erica C. Reed, 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 the that facts stated  
herein are true.)

Jan 28 04 04:00p  
01/28/2004 15:59 FAX

Robert O. Baratta, M.D.

772-287-8147

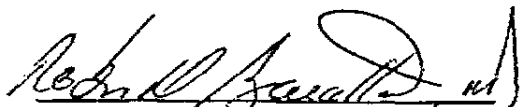
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**CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

Ascent, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, has designated 31 S.E. Harbor Point Drive, Stuart, Florida 34996, as its initial registered office and has named Robert O. Baratta, M.D., who is located at that address, as its initial registered agent.

Having been named registered agent for the above stated limited liability company, at the designated registered office, the undersigned hereby accepts said appointment, declares that he is familiar with the obligations of such appointment, agrees to act in that capacity and further agrees to comply with the provisions of Florida Statutes relative thereto.

  
Robert O. Baratta, M.D., Registered Agent

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