

L04000048940

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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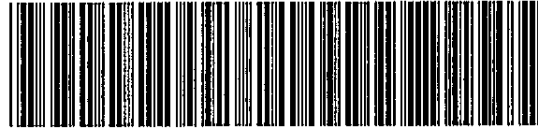
(Business Entity Name)

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DIVISION OF CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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FILING LLC

1.) Palm + Soul, LLC
(CORPORATE NAME & DOCUMENT #)

2.) _____
(CORPORATE NAME & DOCUMENT #)

3.) _____
(CORPORATE NAME & DOCUMENT #)

4.) _____
(CORPORATE NAME & DOCUMENT #)

5.) _____
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

ARTICLES OF ORGANIZATION
OF
PALM & SOUL, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Company Name:

The name of the Company is:

Palm & Soul, LLC

ARTICLE II - Commencement and Term of Existence:

The term of existence of the Company shall be for a period of thirty (30) years from the filing date of these Articles of Organization with the Department of State.

ARTICLE III - Mailing Address of Company:

The mailing address of this Company is:

c/o Marc H. Auerbach, Esq.
201 S. Biscayne Blvd.
Suite 2000
Miami, Florida 33131

ARTICLE IV - Street Address of Company:

The street address of the principal office of the Company is:

c/o Marc H. Auerbach, Esq.
201 S. Biscayne Blvd.
Suite 2000
Miami, Florida 33131

ARTICLE V - Registered Agent and Registered Agent Address:

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Marc H. Auerbach, Esq.
201 S. Biscayne Blvd.
Suite 2000
Miami, Florida 33131

ARTICLE VI - Management:

The Company shall be managed by its members.

ARTICLE VII – Members:

The names and addresses of the Members are:

Arthur Colsky, M.D.
6280 Sunset Drive
Suite 611
Miami, Florida 33143

IN WITNESS WHEREOF, the undersigned authorized representative of the members have executed the foregoing Articles of Organization as of the 29th day of June, 2004.

AUTHORIZED REPRESENTATIVE:

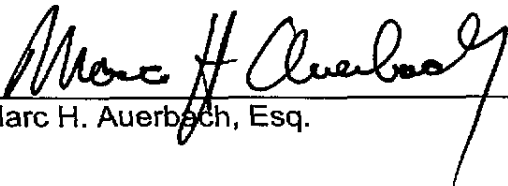


Marc H. Auerbach, Esq.

CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM SERVICE
OF PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Section 608.415 of the Florida Statutes:

Having been appointed registered agent of Palm & Soul, LLC, in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.



Marc H. Auerbach, Esq.

Dated: June 29, 2004