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May SEP -2 PM 2: 2.

September 1, 2004

ROUND TRIP FEDERAL EXPRESS

Registration Section Division of Corporations Department of State 409E Gaines Street Tallahassee, Florida 32399

Re:

Sport & Spine Rehab of Miami, PLLC

Our File No. 14131.20

Ladies/Gentlemen:

I enclose duplicate originals of Articles of Organization for the above limited liability company, along with our check in the amount of \$125.

Please process this filing at your earliest possible convenience.

Please call me if you have any questions or if additional information is required.

Sincerely yours,

Polly S. Sampson

Corporate Paralegal

PSS

Enclosures

ARTICLES OF ORGANIZATION FOR

SPORT & SPINE REHAB OF MIAMI, PLLC

A FLORIDA PROFESSIONAL LIMITED LIABILITY COMPANY

The undersigned individual licensed as a Doctor of Chiropractic Medicine in the State of Flories, acting as member for purposes of forming a professional limited liability company for profit under Chapter 621 and Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization.

ARTICLE I - Name:

The name of the professional limited liability company is SPORT & SPINE REHAB OF MIAMI, PLLC.

ARTICLE II - Purpose:

The general nature and purpose of the business to be transacted and carried on by the limited liability company is to engage in the practice of chiropractic medicine through its employees and agents who are licensed to perform such professional services within the State of Florida.

ARTICLE III - Address and Registered Agent:

The mailing address and street address of the principal office of the Limited Liability Company is: 600 Three Island Boulevard, Suite 1801, Hallandale, Florida 33009. The name and address of the registered agent in the State of Florida is: Lee Greenstein, 600 Three Island Boulevard, Suite 1801, Hallandale, Florida 33009.

ARTICLE IV – Duration:

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

ARTICLE V - Admission of Members:

Additional members may be admitted with the unanimous consent of all Members.

ARTICLE VI – Members Right to Continue Business:

Remaining members of the professional limited liability company shall continue the business on 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 professional limited liability company.

ARTICLE VII - Effective Date:

These Articles of Organization shall be effective as of the date of filing with the Secretary of State.

(In accordance with Section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Jay Greenstein, D.O.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507 OF THE FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is SPORT & SPINE REHAB OF MIAMI, PLLC.
- 2. The name and the Florida street address of the registered agent are:

Lee Greenstein 600 Three Island Boulevard Suite 1801 Hallandale, Florida 33009

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Lee Greenstein

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