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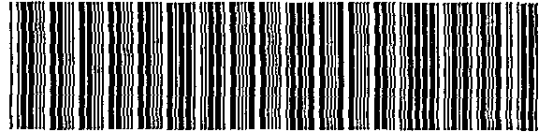
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TALLAHASSEE, FLORIDA

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Registered Investment Advisor

4711 N.W. 53rd Avenue
Gainesville, FL 32606
Phone (352) 373-1080
Fax (352) 373-5110

Member of
American Institute of CPA'S
Florida Institute of CPA'S
National Association of Certified Valuation Analysts

William F. McDavid, CPA*, CVA
Suzannah D. Gudmundsen, CPA*
Nora C. Rockwell, CPA*
Patricia A. Cucchiara, CPA*
*CPA's regulated by the State of Florida

October 4, 2004

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314


Re: Joan B. Pincus, MD, LLC

Please find enclosed a check in the amount of \$125 for Articles of Organization filing fee (\$100) and Designation of Registered Agent fee (\$25).

Please do not hesitate to call should you have any questions. Thank you for your assistance in this matter.

Very truly yours,

McDavid and Company


William F. McDavid, CPA, CVA

Enclosure
cc: Joan B. Pincus
WFM/Imv

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04 OCT -6 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
JOAN B. PINCUS, MD, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE 1 - NAME

The name of the limited liability Company shall be **JOAN B. PINCUS, MD, LLC** ("Company"). The principal office of the Company in Florida shall be **10313 S.W. 48th Place, Gainesville, Florida, 32608.**

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. *The Company's existence shall be perpetual.*

ARTICLE III - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street of the registered agent of the Company in the State of Florida is **Joan B. Pincus, 10313 S.W. 48th Place, Gainesville, Florida, 32608.**

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall each contribute to the capital of the Company the sum of \$500.00.

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TALLAHASSEE, FLORIDA

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - TERMINATION OF EXISTENCE

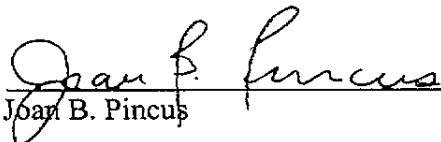
The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the member of the company is:

Joan B. Pincus
10313 S.W. 48th Place
Gainesville, FL 32608

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization for the foregoing uses and purposes this 4th day of October, 2004.

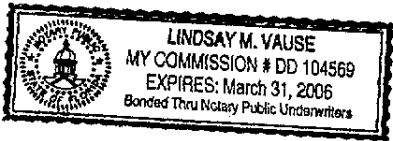

Joan B. Pincus

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CLERK OF DISTRICT COURT
PALM BEACH COUNTY
PALM BEACH, FLORIDA

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME personally appeared **Joan B. Pincus**, who is personally known to me or who presented _____ as identification, who is the organizer of the above limited liability company and who subscribed the above Articles of Organization, and she freely and voluntarily acknowledged before me according to law that she made the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal this 4th day of October, 2004.



Lindsay M. Vause
Notary Public
State of Florida

My Commission Expires: 3-31-06

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Undersigned, being the person named in the Articles of Organization of **JOAN B. PINCUS, MD, LLC**, as the registered agent of this limited liability company, hereby acknowledges that she is familiar with and accepts the obligations of that position, and consents to her appointment as registered agent of the Company.

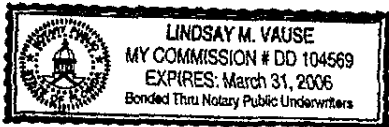
Joan B. Pincus
Joan B. Pincus

BEFORE ME, the undersigned authority, personally appeared **Joan B. Pincus**, who is personally known to me or who produced a _____ as identification, and who took an oath and stated that all the facts and statements set forth in the above Affidavit are true and correct to the best of her knowledge and belief.

IN WITNESS WHEREOF, I have set my hand and affixed by seal this 4th day of October, 2004.

Lindsay M. Vause
Notary Public
State of Florida

My commission expires:
3-31-06



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CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA