

11/15/2004 MON 10:46 FAX 39 4 4100 Henderson Franklin et al  
Division of Corporations

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**LIMITED LIABILITY COMPANY**  
**DIGESTIVE HEALTH PHYSICIANS, P.L.**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
DIGESTIVE HEALTH PHYSICIANS, P.L.**

**ARTICLE I  
NAME**

The name of the company shall be Digestive Health Physicians, P.L., a Florida professional limited liability company (the "Company").

**ARTICLE II  
ADDRESS; PRINCIPAL OFFICE**

The mailing and street address of the principal office of the Company is: 7152 Coca Sabal Lane, Fort Myers, Florida 33908.

**ARTICLE III  
REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the registered agent of the Company are: James W. Penuel, Jr., 7152 Coca Sabal Lane, Fort Myers, Florida 33908.

**ARTICLE IV  
DURATION**

The Company's existence shall commence as of the date these Articles of Organization are filed with the Florida Department of State, and shall continue in effect until it is dissolved upon the occurrence of an event of dissolution described in the Operating Agreement of the Company.

**ARTICLE V  
PURPOSE**

The Company may engage in each and every aspect of the general practice of medicine and such other activities related or incidental thereto, but only through its Members, officers, employees, and agents who are duly licensed or otherwise legally authorized to render such professional services within the state of Florida.

**ARTICLE VI  
OPERATING AGREEMENT**

The Members of the Company shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company which may contain any provisions for the regulation and

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management of the affairs of the Company that are not inconsistent with applicable law or these Amended and Restated Articles of Organization.

IN WITNESS WHEREOF, the undersigned, being a Member of the Company, has caused these Articles of Organization to be executed as of this 10 day of November, 2004.



James W. Penuel, Jr., Member

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,  
THE UNDERSIGNED PROFESSIONAL LIMITED LIABILITY COMPANY SUBMITS THE  
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/  
REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the professional limited liability company is: Digestive Health Physicians, P.L.
2. The name and address of the registered agent and office are:

James W. Penuel, Jr.  
7152 Coca Sabal Lane  
Fort Myers, Florida 33908

Having been named as registered agent and to accept service of process for the above stated professional 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.

  
James W. Penuel, Jr., Registered Agent

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