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**LIMITED LIABILITY COMPANY**

**Excel Medical Technologies, LLC**

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## ARTICLES OF ORGANIZATION

### Article I. Name

The name of this Florida limited liability company is:  
Excel Medical Technologies, LLC

### Article II. Address

The Company's street and mailing address is:  
Excel Medical Technologies, LLC  
11320 N.W. 58th Terrace  
Miami FL 33178

### Article III. Registered Agent

The name and street address of the Company's registered agent is:  
Jorge Piedra, Esq.  
Duarte, Ariz & Piedra, LLP  
95 Merrick Way, Suite 514  
Coral Gables FL 33134

### Article IV. Transferability of Membership Interests

No members shall have the right to assign their membership interests in the Company without the written agreement of all of the membership interests, unless otherwise provided in the Company's Operating Agreement. If the assignment is not approved by all of the membership interests, the assignee shall have no right to become a member, to participate in the management of the Company, or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

Jorge Piedra, Esq. | FL Bar Member  
Duarte, Ariz & Piedra, LLP  
95 Merrick Way  
Suite 514  
Coral Gables FL 33134  
305-444-7311

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Article V. Management

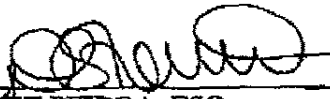
This will be a member-managed company. The name and address of each member is:

MARGARITA FUSILLO  
11320 N.W. 58th Terrace Miami FL 33178  
ROSA PRAT  
11320 N.W. 58th Terrace Miami FL 33178  
EDGAR IVAN DUQUE  
11320 N.W. 58th Terrace Miami FL 33178

Article VI. Company Existence

The Company's existence shall begin effective as of November 19, 2004.

The undersigned authorized representative of a member executed these Articles of Organization on November 19, 2004.

  
\_\_\_\_\_  
JORGE PIEDRA, ESQ.  
by D. Stout as attorney-in-fact

Jorge Piedra, Esq. | FL Bar Member  
Duarte, Ariz & Piedra, LLP  
95 Merrick Way  
Suite 514  
Coral Gables FL 33134  
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## STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

Excel Medical Technologies, LLC

REGISTERED AGENT/OFFICE:

Jorge Piedra, Esq.  
Duarte, Ariz & Piedra, LLP  
95 Merrick Way, Suite 514  
Coral Gables FL 33134

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



JORGE PIEDRA, ESQ.  
by D. Stoutt as attorney-in-fact

Date: November 19, 2004

Jorge Piedra, Esq. | FL Bar Member  
Duarte, Ariz & Piedra, LLP  
95 Merrick Way  
Suite 514  
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