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↓ BRYAN FEB 25 2005



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 222933 87972A

AUTHORIZATION :

*Patricia Pajaro*

COST LIMIT : \$ 125.00

ORDER DATE : February 24, 2005

ORDER TIME : 1:12 PM

ORDER NO. : 222933-005

CUSTOMER NO: 87972A

CUSTOMER: Samuel D. Navon, Esq  
Navon & Lavin P.a.

Suite B-100  
2699 Stirling Road  
Ft. Lauderdale, FL 33312

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DOMESTIC FILING

NAME: URGENT CARE WALK-IN CENTERS,  
LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan - EXT. 2955

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION OF  
URGENT CARE WALK-IN CENTERS, LLC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I - Name:**

The name of the Limited Liability Company is: **Urgent Care Walk-In Centers, LLC** (hereinafter the "Company").

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Company is: 3602 Dovecote Meadow Lane, Davie, FL 33328.

**ARTICLE III - Duration:**

The period of duration for the Company shall be until December 31, 2080.

**ARTICLE IV - Management:**

The Company is to be managed by Scott Denny, and the address of the managing member is c/o 3602 Dovecote Meadow Lane, Davie, FL 33328.

**ARTICLE V - Admission of Additional Members:**

The right, if given, of the Members to admit additional members and the terms and conditions of the admissions shall be in accordance with the "Regulations" hereafter adopted by the Members of the Company.

**ARTICLE VI - Members' Rights to Continue Business:**

The right, if given, of the remaining Members of the Company to 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 Company shall be in accordance with the Regulations.

**ARTICLE VII - Limitation on Agency Authority of Members:**

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Company shall be an agent of the Company solely by virtue of being a Member, and no Member

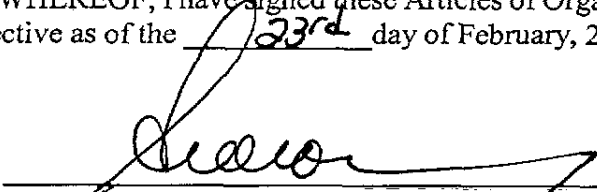
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shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a Member.

**ARTICLE VIII - Registered Agent and Office:**

The name and address of the Company's initial registered agent in the State of Florida, whose consent to appointment as registered agent accompanies these Articles, is Scott Denny, 3602 Dovecote Meadow Lane, Davie, FL 33328.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act effective as of the 23rd day of February, 2005

  
\_\_\_\_\_  
Scott Denny, as managing member  
executing the Articles of Organization.

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

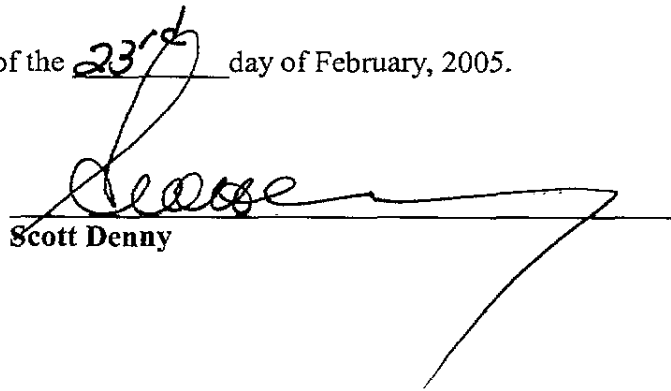
  
\_\_\_\_\_  
Scott Denny

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**CERTIFICATE OF DESIGNATION AND  
ACCEPTANCE OF REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for Urgent Care Walk-In Centers, LLC at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED effective as of the 23<sup>rd</sup> day of February, 2005.

  
\_\_\_\_\_  
Scott Denny

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