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DIVISION OF CORPORATIONS
AND AMENDED FLORIDA



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : 072100000032

REFERENCE : 238696 81386A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 4, 2005

ORDER TIME : 10:12 AM

ORDER NO. : 238696-005

CUSTOMER NO: 81386A

CUSTOMER: Robert E. Aylward, Esq
Robert E. Aylward, Esq

Suite 100
600 S. Magnolia Avenue
Tampa, FL 33606

DOMESTIC FILING

NAME: TAMPA BAY GASTROENTEROLOGY
CONSULTANTS, P.L.

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: _____

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**ARTICLES OF ORGANIZATION
OF
TAMPA BAY GASTROENTEROLOGY CONSULTANTS, P.L.**

The undersigned hereby organizes a limited liability company (the "Company") under the provisions of the Florida Professional Service Corporation and Limited Liability Company Act and the Florida Limited Liability Company Act, and pursuant to the following Articles of Organization.

ARTICLE 1

Name

The name of this Company is:

TAMPA BAY GASTROENTEROLOGY CONSULTANTS, P.L.

ARTICLE 2

Purpose

The general nature of the business to be transacted by the Company shall be to engage in every aspect of the practice of medicine. The professional service involved in the Company's practice of medicine may be rendered only through its officers, agents, and employees who are duly authorized and licensed to practice medicine in the State of Florida. The Company shall not engage in any business other than the practice of medicine. However, the Company may invest its funds in real estate, mortgages, stocks, bonds, and other types of investments and may own real and personal property necessary for the rendering of the professional services authorized hereby.

ARTICLE 3

Principal Office

The mailing address and the street address of the principal office of this Company is: 4224 N. Tampania Ave., Tampa, Florida 33607.

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ARTICLE 4
Additional Members

The undersigned is an initial Member of this Company. The Company may admit additional Members with the consent of the Members.

ARTICLE 5
Duration

This Company shall exist for a period commencing as of the date on which these Articles of Organization are filed with the Florida Secretary of State and continuing indefinitely until dissolved and terminated in accordance with its Regulations. The death, resignation, removal, expulsion, retirement, bankruptcy, incompetency, dissolution, or termination of existence of a Member does not cause the dissolution of this Company, and the Company will continue the business of the Company notwithstanding the death, resignation, removal, expulsion, retirement, bankruptcy, incompetency, dissolution, or termination of existence of a Member. A Member does not have the right to withdraw or resign from the Company, to require the Company to redeem his interest in the Company, or to cause the dissolution of the Company.

ARTICLE 6
Management

This Company is to be a manager-managed limited liability company, managed by its Managers.

ARTICLE 7
Initial Registered Office and Agent

The street address of the initial registered office of this Company is: 600 S. Magnolia Avenue, Suite 100, Tampa, Florida 33606; and the name of the initial registered agent of this Company at such address is: Robert E. Aylward.

ARTICLE 8
Operating Agreement


A Majority of the Members of this Company have the power to adopt, alter, amend, or repeal its Operating Agreement, which contains provisions for the regulation and management of the affairs and business of this Company.

ARTICLE 9
Amendment

These Articles of Organization may be amended by a vote of a Majority of the Members of this Company.

The undersigned, being a Member of this professional limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of **TAMPA BAY GASTROENTEROLOGY CONSULTANTS, P.L.** In accordance with section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Executed by the undersigned on the 25 day of February, 2005.



DAVID R. HEIMAN, M.D.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, **Robert E. Aylward**, having been named as registered agent to accept service of process for the above named professional limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the registered agent.

Dated this 25 day of Feb, 2005.

A handwritten signature in black ink, appearing to read 'Robert E. Aylward', is written over a horizontal line.

ROBERT E. AYLWARD