

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000043188
FILED 8:00 AM
May 02, 2005
Sec. Of State
tbrumbley

Article I

The name of the Limited Liability Company is:

LAPAROSCOPIC CENTER OF SOUTH FLORIDA -- DADE, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

2901 S.W. 149 AVENUE
SUITE 140
MIRAMAR, FL. 33027

The mailing address of the Limited Liability Company is:

2901 S.W. 149 AVENUE
SUITE 140
MIRAMAR, FL. 33027

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

ROCHELLE S MATZA
2901 S.W. 149 AVENUE
SUITE 140
MIRAMAR, FL. 33027

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

Registered Agent Signature: ROCHELLE S. MATZA

Article V

The name and address of managing members/managers are:

Title: MGR
PAUL M ZIMMERMAN
325 EAST SAN MARINO DRIVE
MIAMI BEACH, FL. 33139

Title: MGR
GERALD G GLASS
3970 MARTIN COURT
WESTON, FL. 33331

Signature of member or an authorized representative of a member

Signature: ROCHELLE S. MATZA

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