

MAY 27-2005 FRI 02:03 PM

Division of Corporations

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Florida Department of State  
Division of Corporations  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : SHUTTS & BOWEN LLP OPERATING ACCOUNT  
Account Number : I20030000037  
Phone : (561) 835-8500  
Fax Number : (561) 650-8530

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05 MAY 27 PM 3:30  
DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**FMD VMC, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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SECRETARY OF S  
TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED  
LIABILITY COMPANY**

**ARTICLE I - Name**

The name of the Limited Liability Company is:

**FMD VMC, LLC**

**ARTICLE II - Address**

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

Mailing and Street  
Address:

670 North Orlando Ave., Ste. 103  
Maitland, FL 32757  
Attn: H.C. Kresge, Jr.

**ARTICLE III - Registered Agent and Office**

The name and the Florida street address of the initial registered agent of the Limited Liability Company are:

Registered Agent:

Corporation Company of Miami

Street Address

300 S. Orange Ave.  
Suite 1000 CRF/JAF  
Orlando, Florida 32801-5403

**ARTICLE IV - Management**

The Limited Liability Company is to be managed by one or more Managers and is, therefore, a member-managed company.

Date: May 27, 2005

FMD VMC LLC,  
a Florida limited liability company

By: 

James Farrell, as authorized agent for  
Florida Medical Development, Inc.,  
Manager

(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.)

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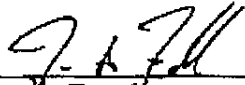
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**REGISTERED AGENT ACCEPTANCE**

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Corporation Company of Miami

  
\_\_\_\_\_  
James A. Farrell  
Its Vice President

**FILING FEES:**  
\$100.00 Filing Fee for Articles of Organization  
\$25.00 Designation of Registered Agent  
\$30.00 Certified Copy (OPTIONAL)  
\$5.00 Certificate of Status (OPTIONAL)