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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LANGEN & LANGEN, P.A. **FILED**

ATTORNEYS AT LAW

112 SOUTH HIBISCUS ISLAND
MIAMI, FLORIDA 33139-5130

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HILARY LANGEN*
ROLAND LANGEN*
CHRISTOPHER LANGEN**
MAX LANGEN***

SECRETARY OF TEL: (305) 674-0023
TALLAHASSEE. FAX: (305) 674-0022
EMAIL: MAX@LANGEN.ORG

* ADMITTED IN FLORIDA AND BRAZIL

** ADMITTED IN FLORIDA AND NEW YORK

*** ADMITTED IN FLORIDA AND BEFORE THE PATENT AND TRADEMARK OFFICE

July 12, 2005

Secretary of State
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

Re: MEDOGATE. L.L.C.

Enclosed please find for filing the original Articles of Organization. A preliminary search by your office has indicated that the name is available.

Also enclosed is a check for \$125.00 to cover the costs of the filing fee as well as the cost of one certified copy of the articles.

Thank you very much.

Sincerely,

Max Langen, P.A.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
MEDOGATE, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization:

ARTICLE - NAME

The name of this limited liability company shall be **MEDOGATE, LLC** (the "Company").

ARTICLE II - DURATION

This limited liability company shall have perpetual existence unless sooner dissolved as provided by law or in the operating agreement of this company.

ARTICLE III - PURPOSE

The limited liability company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the state of Florida.

ARTICLE IV - INITIAL PLACE OF BUSINESS

The initial principal place of business of the Company shall be 1800 Sunset Harbor Drive, Suite 2112, Miami Beach, Florida 33139 and the mailing address of the Company is 15801 N. Biscayne Blvd., Suite # 2, Miami, Florida 33162.

**ARTICLE V - REGISTERED OFFICE
AND REGISTERED AGENT**

The registered office of the Company shall be 112 S. Hibiscus Drive, Miami Florida 33139, and such other place or places as the members from time to time may determine. The name of the registered agent located at that address shall be **Max Langen, Esq.**

ARTICLE VI - ADMISSION OF ADDITIONAL, MEMBERS

Additional members may be admitted upon the approval of a majority of the Membership, upon the written application of such new member and in the manner set forth in the Regulations of the Company.

ARTICLE VII - INITIAL MEMBERS

The names and addresses of the initial members are as follows:

NAME	ADDRESS
Elvira Knips (Managing Member)	18781 Collins Ave., Suite 2202 Miami, Florida 33162
Dr. Detlef Meier (Member)	Heinrich Grüber Strasse 17 12621 Berlin, Germany
Christian Spielman (Member)	Isarweg 2B 85375 Mintraching, Germany
Helga Hafner (Member)	Marienstrasse 31 63179 Obertshausen, Germany

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TALLAHASSEE, FL

ARTICLE VII - MANAGEMENT OF BUSINESS

The business of the Company shall be managed by the following member:

NAME	ADDRESS
Elvira Knips (Managing Member)	18781 Collins Ave., Suite 2202 Miami Beach, Florida 33162

ARTICLE IX - WITHDRAWAL, RETIREMENT, DEATH, BANK OR EXPULSION

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, the Company shall be dissolved unless a majority of the Membership Interests consent to continue the business of the Company, or by amendment to these Articles of Organization providing for the continued existence of the Company subsequent to the foregoing events.

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

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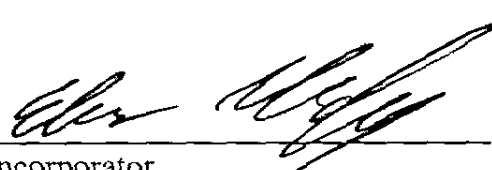
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ARTICLE X
CORPORATE EXISTENCE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 07th day of July, 2005.



Incorporator
Elvira Knips

STATE OF FLORIDA)

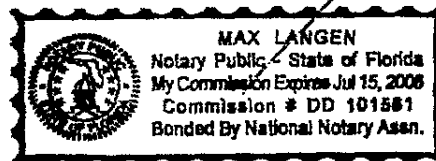
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 7th day of July 2005, by Elvira Knips who is:

_____ personally known to me; or
_____ has produced _____ as identification and
who did (did not) take an oath.


Notary Public, Florida

My commission expires:



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REGISTERED AGENT ACCEPTANCE

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I hereby accept appointment to act as the initial registered agent for this Limited Liability Company, **MEDOGATE, L.L.C.**, as stated in the Articles of Organization.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This acceptance is dated the 7 th day of July, 2005


MAX LANGEN, ESQ.