

W06000007796

NASON YEAGER GERSON WHITE & LIOCE, P.A.

No. 5567

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Florida Department of State
Division of Corporations
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PALM BEACH COMMONS CARDIOLOGY LLC

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W06-7796

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
PALM BEACH COMMONS CARDIOLOGY LLC**

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida limited liability company submits the following to amend and restate its Articles of Organization:

FIRST: The name of the limited liability company is PALM BEACH COMMONS CARDIOLOGY LLC.

SECOND: The limited liability company was registered with the Florida Department of State on January 23, 2006 and assigned Document No. L06000007796.

THIRD: The Articles of Organization are hereby amended and restated to read:

**ARTICLE I
NAME**

The name of this limited liability company (the "*Company*") is:

PALM BEACH COMMONS CARDIOLOGY LLC

**ARTICLE II
ADDRESS**

The Company's mailing address and street address of the principal office of the Company is 601 University Boulevard, Suite 206, Jupiter, Florida 33458.

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is Stephen P. Panczak and his address is 601 University Boulevard, Suite 206, Jupiter, Florida 33458.

**ARTICLE IV
MANAGEMENT**

The Company shall be a manager-managed company.

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12 The undersigned executed these Amended and Restated Articles of Organization on this day of February, 2007.

June

John White II
John White II, Authorized Representative of
the Members

(In accordance with Section 60B.408(3),
Florida Statutes, the execution of this
document constitutes an affirmation under
the penalties of perjury that the facts stated
herein are true.)

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

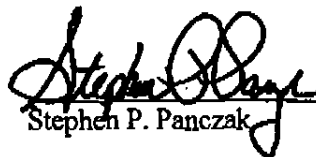
1. The name of the limited liability company is:

PALM BEACH COMMONS CARDIOLOGY LLC

2. The name and the Florida address of the registered agent are:

Stephen P. Panczak
601 University Boulevard, Suite 206
Jupiter, Florida 33458

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.


Stephen P. Panczak

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