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From:

Account Name : THE LAW OFFICES OF MAX A. ADAMS, ESQ.
Account Number : I20050000131
Phone : (305)887-9060
Fax Number : (305)888-3192

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Florida Academic Centers Research & Education, LLC

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No. 9936 P. 2

**Articles of Organization
of**

**FLORIDA ACADEMIC CENTERS RESEARCH &
EDUCATION, LLC**

The undersigned natural person(s), of the age of eighteen years or more, acting as organizers of a limited liability company under the State of Florida Limited Liability Company Act, adopt(s) the following Articles of Organization for such limited liability company.

Article 1. Name of Limited Liability Company

The name of this limited liability company is FLORIDA ACADEMIC CENTERS RESEARCH & EDUCATION, LLC

Article 2. Registered Office and Registered Agent

The initial registered office address of this limited liability company and the name of its initial registered agent at this address are:

FRANCISCO A. KERDEL

1400 NW 12th AVENUE, SUITE #4

MIAMI, FL 33136

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 3. Statement of Purposes

The purposes for which this limited liability company is organized are:

To engage in the lawful practice of medical research and education under the laws of the State of Florida.

Article 4. Management and Names and Addresses of Initial Manager

This will be a manager-managed company. The name and address of each manager is:

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FRANCISCO A. KERDEL
1400 NW 12th AVENUE, SUITE #4
MIAMI, FL 33136

ANNIKA M. GRANT
1400 NW 12th AVENUE, SUITE #4
MIAMI, FL 33136

Article 5. Principal Place of Business of the Limited Liability Company

The principal place of business of the limited liability company shall be:

1400 NW 12th AVENUE, SUITE #4
MIAMI, FL 33136

Article 6. Period of Duration of the Limited Liability Company

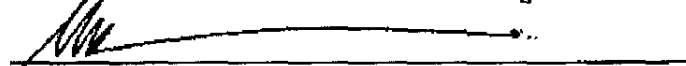
The period of duration of the limited liability company shall be:

"Perpetual"

Article 7. Company Existence

The Company's existence shall begin effective as of February 05, 2006.

The undersigned authorized representative of a member executed these Articles of Organization on 02/05/2006.



The Law Offices of Max A. Adams, Esq.

By Max A. Adams, Esq., as attorney-in-fact

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STATEMENT OF REGISTERED AGENT

LIMITED LIABILITY COMPANY:

FLORIDA ACADEMIC CENTERS RESEARCH & EDUCATION, LLC

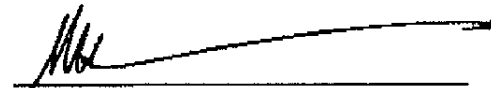
REGISTERED AGENT/OFFICE:

FRANCISCO A. KERDEL

1400 NW 12th AVENUE, SUITE #4

MIAMI, FL 33136

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



FRANCISCO A. KERDEL

by Max A. Adams, Esq., as attorney-in-fact

Date: 02/05/2006

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