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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 22 2006

LAW OFFICES
BURROWS & JESTER, P.A.

150 FORTENBERRY ROAD, SUITE B
P.O. BOX 541196
May 12, 2006

MERRITT ISLAND, FLORIDA 32954-1196

TELEPHONE 321-453-2190

FACSIMILE 321-454-3929

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TOM G. BURROWS
JERRY L. JESTER

RUTH A. SCOTT
PROBATE PARALEGAL

May 12, 2006

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

RE: WEST POINT MEDICAL GROUP, LC
A Florida Professional Limited Liability Company

Gentlemen:

Enclosed please find Articles of Organization for West Point Medical Group, LC to be filed. A copy of the Articles for you to conform and return to this office is enclosed with a self-addressed, stamped envelope.

Acceptance by the Registered Agent is also enclosed.

Our check payable to the Secretary of State in the amount of \$125.00, representing \$100.00 for filing the Articles of Incorporation and \$25.00 for Designation of Registered Agent, is also enclosed.

Thank you for your assistance and cooperation in this matter.

Sincerely yours,


Tom G. Burrows

TGB/rs
Enclosures
cc: Raymond C. Baez, M.D.

**ARTICLES OF ORGANIZATION
OF
WEST POINT MEDICAL GROUP, LC
A Florida Professional Limited Liability Company**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Professional Limited Liability Company under the Florida Professional Service Corporations Act, F.S. Chapter 621, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the Professional Limited Liability Company shall be WEST POINT MEDICAL GROUP, LC, sometimes hereinafter referred to as "Company."

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 1317 West Point Drive, Cocoa, Florida 32922.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these Articles of Organization or by Florida law.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Raymond C. Baez, M.D., 1317 West Point Drive, Cocoa, FL 32922.

ARTICLE V - PURPOSE

The purpose of this Company is to engage in the practice of medicine through its members who are, and must be, medical doctors, licensed by the

State of Florida. In addition, the Company may transact any and all lawful business for which professional limited liability companies may be organized in the State of Florida.

ARTICLE VI – INITIAL CAPITAL CONTRIBUTIONS

Each member shall make an initial capital contribution as set forth in the Operating Agreement. Each member shall contribute an equal amount. Contributions may be made in cash or “in kind” with values agreed to by all members.

ARTICLE VII – ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make capital contributions to the Company only on the unanimous consent of all the members, or as provided in the Operating Agreement.

ARTICLE VIII – ADMISSION OF NEW MEMBERS

Except as may be set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all members. Only duly licensed professionals, as defined in F.S. Chapter 621.03 may become a member. A member may transfer his or her interest in the Company as set forth by Florida law or in the Operating Agreement of the Company.

ARTICLE IX – MEMBERS’ RIGHT TO CONTINUE BUSINESS

The Company shall not dissolve on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the membership of a member in the Company, unless the Company is dissolved by the unanimous vote of all the remaining members.

ARTICLE X – MANAGEMENT

The Company shall be managed by all members in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with Florida law or these Articles of Organization.

ARTICLE XI - MEMBERS

The names and addresses of the initial members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
Alessandro L. Acosta, MD,	1317 West Point Dr., Cocoa, FL 32922
Raymond C. Baez, MD,	1317 West Point Dr., Cocoa, FL 32922
Hany S. Guirguis, M.D.	1317 West Point Dr., Cocoa, FL 32922
Mark K. Pinkowski, MD,	1317 West Point Dr., Cocoa, FL 32922

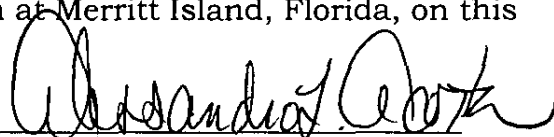
ARTICLE XII – POWERS


The Company shall have all powers authorized by Florida Statute 608.404 which includes, without limitation, the powers to acquire and convey real and personal property, to make contracts, execute and deliver deeds, leases, notes, mortgages, borrow money and secure its obligations.

ARTICLE XIII – PROFITS AND LOSSES

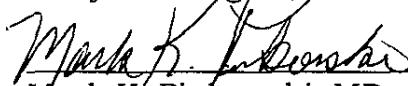
Members shall share profits and losses of the Company in the same percentages as their capital contributions bear to the total of contributed capital, or as may be set forth in the Operating Agreement signed by the members, as amended from time to time.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed to these Articles of Organization at Merritt Island, Florida, on this 11th day of May, 2006.


Alessandro L. Acosta, MD



Raymond C. Baez, MD


Hany S. Guirguis, MD


Mark K. Pinkowski, MD

STATE OF FLORIDA
COUNTY OF BREVARD

Acknowledged before me on this 11 day of May, 2006 by **ALESSANDRO L. ACOSTA, MD**, who is personally known to me/who has produced his Florida Driver's License as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

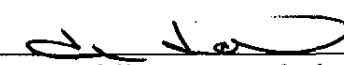

Notary Public, State of Florida



CHERYL CRADOR
MY COMMISSION # DD 250014
EXPIRES: October 8, 2007
Bonded Thru Budget Notary Services

STATE OF FLORIDA
COUNTY OF BREVARD

Acknowledged before me on this 11 day of May, 2006 by **RAYMOND C. BAEZ, MD**, who is personally known to me/who has produced his Florida Driver's License as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.


Notary Public, State of Florida




CHERYL CRADOR
MY COMMISSION # DD 250014
EXPIRES: October 8, 2007
Bonded Thru Budget Notary Services



STATE OF FLORIDA
COUNTY OF BREVARD

Acknowledged before me on this 11 day of May, 2006 by
HANY S. GUIRGUIS, MD, who is personally known to me/who has produced
his Florida Driver's License as identification, and who executed the foregoing
Articles of Incorporation and acknowledged to and before me that he executed
said instrument for the purposes therein expressed.

STATE OF FLORIDA
COUNTY OF BREVARD


Notary Public, State of Florida
 **CHERYL CRADOR**
MY COMMISSION # DD 258814
EXPIRES: October 8, 2007
Bonded Thru Budget Notary Services

Acknowledged before me on this 11 day of May, 2006 by
MARK K. PINKOWSKI, MD, who is personally known to me/who has
produced his Florida Driver's License as identification, and who executed the
foregoing Articles of Incorporation and acknowledged to and before me that he
executed said instrument for the purposes therein expressed.


Notary Public, State of Florida
 **CHERYL CRADOR**
MY COMMISSION # DD 258814
EXPIRES: October 8, 2007
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**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608, WEST POINT MEDICAL GROUP, LC, a Florida Professional 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 LC is WEST POINT MEDICAL GROUP, LC, and the registered office is at 1317 West Point Drive, Cocoa, FL 32922.

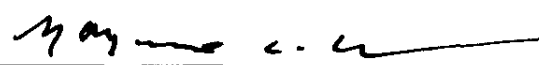
2. The name and street address of the registered agent in Florida is:

NAME

ADDRESS

RAYMOND C. BAEZ, MD. 1317 West Point Drive, Cocoa, FL 32922

The undersigned, being the person named in the Articles of Organization of WEST POINT MEDICAL GROUP, LC, as the registered agent of this professional limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointments as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the property and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Raymond C. Baez
Registered Agent

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TALLAHASSEE, FLORIDA