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(Business Entity Name)

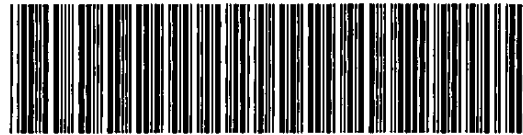
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# CRAIG E. ROTHBURD, P.A.

ATTORNEY AT LAW  
808 W. DE LEON STREET  
TAMPA, FLORIDA 33606

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Attorney: Craig E. Rothburd  
Legal Assistant: JoAnn O'Leary

Telephone: (813) 251-8800  
Telecopier: (813) 251-5042  
Sender's e-mail: crothburd@e-rlaw.com

October 30, 2006

Secretary of State  
Attn: Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**Re: Articles of Organization for Tampa Bay Urodynamics, L.L.C.  
File No. 5512**

Dear Clerk:

Please find enclosed the original Articles of Organization of **Tampa Bay Urodynamics, L.L.C.**, along with required filing fee of \$70.00. Please return proof of filing of the Articles of Organization in the envelope provided. Thank you in advance for your anticipated cooperation.

Sincerely,



Craig E. Rothburd

CER/jo  
Enclosure(s)

**ARTICLES OF ORGANIZATION**

**OF**

**TAMPA BAY URODYNAMICS, L.L.C.**

The undersigned certifies that he has associated for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit under Chapter 608, Florida Statutes. We further declare that the following Articles shall serve as the Charter and authority for the conduct of the limited liability company.

**ARTICLE I**

**NAME**

The name of this Limited Liability Company is **TAMPA BAY URODYNAMICS, L.L.C.**

**ARTICLE II**

**DURATION**

The duration of this Limited Liability Company shall be perpetual.

**ARTICLE III**

**PURPOSE**

This Limited Liability Company is created for the purpose of owning and operating a diagnostic health care company as well as transacting any and all other lawful business as may be agreed upon from time to time by its members.

**ARTICLE IV**

**PLACE OF BUSINESS AND REGISTERED AGENT**

The principal place of business of this Limited Liability Company shall be:

3152 Little Road, Suite 204  
Trinity, Florida 34655

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Craig E. Rothburd, Esquire  
808 W. De Leon Street  
Tampa, Florida, 33606

### CONTRIBUTION OF CAPITAL

No member shall be entitled to receive interest on his or her contribution to capital.

## MANAGEMENT OF BUSINESS

<u>Name</u>	<u>Address</u>
Chad Carter	3152 Little Road, Suite 204 Trinity, Florida 34655

## Page 2 of 5

articles. The power to alter, amend or repeal these regulations shall be vested in the members of this company as decided by a majority vote.

## **ARTICLE VIII**

### **TRANSFERABILITY OF MEMBERS' INTEREST**

A member's interest in this Limited Liability Company may be transferred or assigned, voluntarily or involuntarily, only with the unanimous written consent of all the remaining members of the Limited Liability Company. The transferee of interest of any member shall have no right to participate in the management of the business and the affairs of the Limited Liability Company or to become a member without unanimous written consent of all of the remaining members. The transferee shall be entitled to receive only the share of profits or other compensation by way of income or return of contributions to which that member otherwise would be entitled.

## **ARTICLE IX**

### **PROFITS AND LOSSES**

The members of this Limited Liability Company shall be entitled to the net profits arising from the operation of the company business. Each member shall be entitled to his or her distributive share of the profits according to his or her pro rata contribution to capital and interest in the Limited Liability Company. Losses shall be passed through to each member in the same proportion according to his or her pro rata interest in the company.

## **ARTICLE X**

### **WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION**

In the event of withdrawal, retirement, death, bankruptcy or expulsion of a member, this Limited Liability Company shall cease doing business and its existence shall terminate unless the remaining members, by written unanimous consent, agree to the continuation of the business.

**ARTICLE XI**  
**AMENDMENTS**

These articles, except with respect to the vested rights of the members, may be amended from time to time by the unanimous vote in interest of the members, and the amendments shall then be filed, with the Florida Department of State after being duly executed by each of the members of the Limited Liability Company. All members of the Limited Liability Company agree to abide by the unanimous decision and agree to execute such amendments for the purpose of filing them with the Florida Department of State.

**IN WITNESS WHEREOF**, Chad Carter, a member of Tampa Bay Urodynamics, L.L.C., has executed these Articles of Organization on this 27 day of OCTOBER, 2006.

By: Chad L. Carter  
CHAD CARTER, Managing Member

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

**BEFORE ME**, the undersigned authority, on this 27<sup>th</sup> day of October, 2006, personally appeared Chad Carter, to me well known to be the person(s) described in and who executed the foregoing Articles of Organization, for the purposes stated therein, and that they acknowledged to me that they executed the same freely and voluntarily.

**THE FOREGOING** instrument was **SWORN to and SUBSCRIBED** before me this 27<sup>th</sup> day of October, 2006, who is personally known to me or who has produced a \_\_\_\_\_ as identification.

JoAnn O'Leary  
NOTARY PUBLIC

My Commission Expires  
 **JoAnn O'Leary**  
Commission # DD498762  
Expires January 31, 2010  
Bonded Troy Fair - Insurance, Inc. 800-385-7019


**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.901, Florida Statutes, the following is submitted:

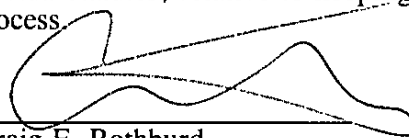
**TAMPA BAY URODYNAMICS, L.L.C.**, with its principal place of business at 3152 Little Road, Suite 204, in the City of Trinity, County of Pasco, State of Florida, 34655, has named Craig E. Rothburd, located at 808 W. De Leon Street, City of Tampa, County of Hillsborough, State of Florida, 33606, as its agent to accept service of process within the State of Florida.

**TAMPA BAY URODYNAMICS, L.L.C.**

By:

  
CHAD CARTER, Managing Member

Acknowledgment of Registered Agent and duties pursuant to Chapter 608, Florida Statutes. Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in the certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of Chapter 608, of the Florida Statutes, relative to keeping open the above office address for the purpose of service of process.

  
Craig E. Rothburd

DATE: 10/27/06

# CRAIG E. ROTHBURD, P.A.

ATTORNEY AT LAW  
808 W. DE LEON STREET  
TAMPA, FLORIDA 33606

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Attorney: Craig E. Rothburd  
Legal Assistant: JoAnn O'Leary

Telephone: (813) 251-8800  
Telecopier: (813) 251-5042  
Sender's e-mail: crothburd@e-rlaw.com

November 9, 2006

Attn: Gina McLeod, Document Specialist  
Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

**Re: Reference No.: W06000048581**  
**Articles of Organization for Tampa Bay Urodynamics, L.L.C.**  
**File No. 5512**

Dear Clerk:

Please find enclosed a copy of your correspondence dated November 6, 2006. Pursuant to your letter, please find enclosed this firm's check in the amount of \$55.00 payable to your office representing the additional filing fee for the above-referenced limited liability company. Please process at your earliest opportunity. I have enclosed a self-addressed postage paid envelope for your use in returning the filed document. Thank you in advance for your anticipated cooperation.

Sincerely,



Craig E. Rothburd

CER/jo  
Enclosure(s)





FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 6, 2006

CRAIG K ROTHBURD, P.A.  
808 W DE LEON STREET  
TAMPA, FL 33606

SUBJECT: TAMPA BAY URODYNAMICS, L.L.C.  
Ref. Number: W06000048581

We have received your document for TAMPA BAY URODYNAMICS, L.L.C. and check(s) totaling \$70.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$55.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6851.

Gina McLeod  
Document Specialist

Letter Number: 006A00065349