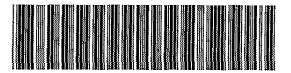
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SECRETARY OF STATE DIVISION OF COMPORATIONS





P.O. Box 43-2040 • Miami, FL 33243-2040 P 305.273.4641 • F 305.273.9994

November 1, 2006

Secretary of State Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

VIA U.S. MAIL

Re: Affiliate Articles of Organization— Ferro, Michael MD & Associates Obstetrics & 😭 Gynecology, LLC

Ladies and Gentleman:

Enclosed is an original and one copy of the Articles of Organization for the limited liability company mentioned above. We are also enclosing a check in the amount of \$155.00. This check represents payment for filing fees, a certified copy, and designation of registered agent for the LLC affiliate.

Please file the enclosed Articles of Organization and return the certified copy to the undersigned in the prepaid envelope provided.

Sincerely,

Francisco J. Leon Executive Director

Enclosure

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is:

Ferro, Michael MD & Associates Obstetrics & Gynecology, LLC

ARTICLE II - Address

The mailing address and the street address of the principal office of the Limited Liability Company is:

Mailing and Street

Address:

3225 Aviation Ave., Ste. 500

Miami, FL 33133-4741 Attn: Mitchell A. Yelen

ARTICLE III - Registered Agent and Office

The name and the Florida street address of the initial registered agent of the Limited Liability Company are:

Registered Agent:

Mitchell A. Yelen

Street Address:

3225 Aviation Ave.

Suite 500

Miami, Florida 33133-4741

ARTICLE IV - Management

The Limited Liability Company is to be managed by one or more Managers and is, therefore, a member-managed company.

Date: November 1, 2006

Ferro, Michael MD & Associates Obstetrics & Gynecology, LLC a Florida limited liability company

Francisco Leon, as authorized agent for

VitalMD Group Holding, LLC,

Manager

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.

Mitchell A. Yelen

Mit chell A. Yolen

DIVISION OF CORFORATIONS
2006 NOV 20 PN 2: LL

FILING FEES:
\$100.00 Filing Fee for Articles of Organization
\$25.00 Designation of Registered Agent
\$30.00 Certified Copy (OPTIONAL)
\$5.00 Certificate of Status (OPTIONAL)