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(City/State/Zip/Phone #)

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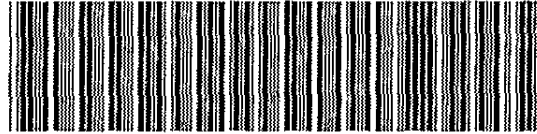
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

msk

SPROUSE & FERGUSON, PLLC

Attorneys At Law
230 Capitol Street

Suite 300
Charleston, West Virginia 25301

James M. Sprouse (1923-2004)
Mark A. Ferguson

Telephone (304) 342-9100
Facsimile (304) 342-9119

January 3, 2007

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 323143

Re: Neuromodulation Developmental and Educational Consulting, LLC

Dear Sirs:

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mark A. Ferguson
Sprouse & Ferguson, PLLC
230 Capitol Street, Suite 300
Charleston, West Virginia 25301

For further information concerning this matter, please call:

Mark A. Ferguson at (304) 342-9100

Enclosed is a check for the following amount:

\$125.00 Filing Fee

Sincerely,



Mark A. Ferguson

MAF/bp
Enclosure

**ARTICLES OF ORGANIZATION
OF
NEUROMODULATION DEVELOPMENTAL AND
EDUCATIONAL CONSULTING, LLC**

The undersigned, desiring to form a limited liability company pursuant to Florida Statute Section 608.407, does hereby say as follows:

ARTICLE I - Name:

The name of the limited liability company shall be Neuromodulation Developmental and Educational Consulting, LLC.

ARTICLE II - Address:

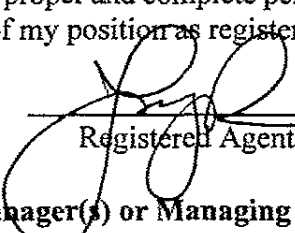
The mailing address and street address of the principal office of the Limited Liability Company is: 2141 S. Alt A1A, #110 Jupiter, Florida 33477.

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Lou Raso
2141 S. Alt A1A, #110
Jupiter, Florida 33477

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 as provided for in Chapter 608, F.S.



Registered Agent's Signature

ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Managing Member is:

Timothy R. Deer
2141 S. Alt A1A, #110
Jupiter, Florida 33477

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ARTICLE V - Effective Date:

The effective date shall be the date of filing. The limited liability company is to be a term company, and the specified term of the limited liability company shall expire on December 31, 2030.

REQUIRED SIGNATURE:

The undersigned Member has executed these Articles of Organization, intending them to be effective as of the date of filing.



Signature of Managing Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true)

Timothy R. Deer

Typed or printed name of signee