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GAGEL MEDICAL GROUP, PLLC

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**ARTICLES OF ORGANIZATION  
OF  
GAGEL MEDICAL GROUP, PLLC**

The undersigned, a member or authorized representative, hereby subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes) and the Professional Service Corporation and Limited Liability Company Act (Chapter 621, Florida Statutes) and in accordance with F.S. § 608.407.

1. Name. The name of the Company is Gagel Medical Group, PLLC.

2. Purposes. The purposes for which this Company is organized are as follows:

To acquire, establish, own, maintain, manage, operate, conduct, carry on and engage in the practice of medicine, and to make any and all investments and/or own any and all property in the United States or elsewhere authorized or permitted by Chapters 608 and 621, Florida Statutes.

In the course or furtherance of such practice of medicine, to invest funds in real estate mortgages, stocks, bonds or any other investments of any conceivable type whatsoever and to own any real or personal property necessary or incidental to such practice of medicine.

In general, to do and perform any and all acts and things whatsoever which may become necessary, desirable, proper, convenient, connected with or related or incident to the foregoing purposes or powers but which are not forbidden by the laws of the State of Florida; provided, however, that this Company shall not do any act or thing in conflict with any laws of the State of Florida applicable to the practice of medicine.

3. Mailing Address and Address of Principal Office of Company. The mailing address and the principal office address of the Company is 4001 Swift Road, Sarasota, Florida 34231.

4. Management. The Company shall be a manager-managed company. The name and address of the initial manager of the Company is as follows:

Janice Rigdon Gagel, M.D.  
4001 Swift Road  
Sarasota, Florida 34231

5. Name and Street Address of Initial Registered Agent. The name and street address of the Company's initial registered agent is Carol Ann Kalish, 200 South Orange Avenue, Sarasota, Florida 34236.

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6. Existence. In accordance with F.S. § 608.409, the Company's existence shall begin at the date and time these Articles of Organization are filed, as evidenced by the Department of State's date and time endorsement.

7. Members. Membership in the Company is restricted to professional limited liability companies, professional corporations, and individuals who themselves are duly licensed or otherwise legally authorized to engage in the practice of medicine in the State of Florida. No member of the Company shall enter into any type of agreement vesting another person with the authority to exercise any of that member's voting power in the Company.

8. Amendment. These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.

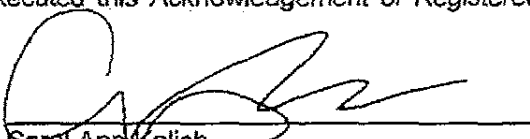
In witness whereof, the undersigned member or authorized representative has executed these Articles of Organization as of the 23<sup>rd</sup> day of February 2007 (the "Execution Date").

  
Carol Ann Kalish  
Authorized Representative

#### ACKNOWLEDGEMENT OF REGISTERED AGENT

In accordance with F.S. §§ 608.407(c) and 608.415, the undersigned is familiar with the obligations imposed on the position of registered agent by the Florida Limited Liability Company Act and hereby accepts appointment as the initial registered agent of the Company.

In witness whereof, the undersigned has executed this Acknowledgement of Registered Agent as of the Execution Date.

  
Carol Ann Kalish  
Registered Agent

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