

# L07000035793

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

rept-care, llc

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April 3, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

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SUBJECT: REPT-CARE, LLC  
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ARTICLES OF ORGANIZATION

OF

REPT-CARE, LLC

A Florida Limited Liability Company

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TALLAHASSEE, FLORIDA

The undersigned, as an authorized representative of Rept-Care, LLC executed these Articles of Organization for the purpose of forming a limited liability company, pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act"), and does hereby make, subscribe and file these Articles of Organization.

ARTICLE I - NAME

The name of the Limited Liability Company (hereinafter referred to as the "Company") is Rept-Care, LLC "

ARTICLE II - ADDRESS

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

2407 Quantum Boulevard  
Boynton Beach, FL 33426

ARTICLE III - PURPOSE AND POWERS

The purpose of the Company is to transact any and all lawful business for which companies may be formed under the Act and all amendments and supplements thereto, or any law enacted to take the place thereof. The Company shall have the power to do everything necessary, proper, advisable, or convenient for the accomplishment of its purpose, provided the same shall not be inconsistent with the Act or the laws of the State of Florida.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Company's registered agent is:

William K. Horneck  
2407 Quantum Boulevard  
Boynton Beach, FL 33426

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#### **ARTICLE V - MEMBERSHIP INTERESTS**

The Company is authorized to issue 5,000,000 shares of membership interests, which shares shall evidence the interests of the members of the Company, and which shares shall be designated either "Member Shares" or "Units" (which terms may be used interchangeably). The interests of the members of the Company shall be evidenced by the Membership Certificate issued by the Company setting forth the number of Member Shares or Units issued and outstanding in the name of such member.

#### **ARTICLE VI - MANAGEMENT**

The Company shall be a member-managed company.

#### **ARTICLE VII - INDEMNIFICATION**

The Company hereby agrees to indemnify each member, officer, employee and agent of the Company to the extent authorized by, and in accordance with the provisions of Fla. Statutes §608.4229.

#### **ARTICLE VIII - LIMITATION ON AGENCY AUTHORITY TO MEMBERS**

Pursuant to section 608.4235 of the Act, no members of the Company shall be an agent of the Company solely by virtue of being a member.

#### **ARTICLE IX - RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT**

If any provision of these Articles of Organization differ or otherwise conflict with any provision of the Operating Agreement, then, to the extent allowed by applicable law, the Operating Agreement shall govern.

IN WITNESS WHEREOF, the undersigned authorized representative of the Company has executed these Articles of Organization and acknowledged them to be his act on this 2<sup>nd</sup> day of April, 2007.

Authorized Representative

By: William K. Horneck  
Name: William K. Horneck

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/OFFICE  
OF REPCARE, LLC

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PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, RE-CARE, LLC A FLORIDA LIMITED LIABILITY COMPANY ("THE COMPANY"), HEREBY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

COMPANY

The name of the company is: REPCARE, LLC

REGISTERED AGENT/OFFICE

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

Name: William K. Horneck  
Address: 2407 Quantum Boulevard  
Boynton Beach, FL 33426

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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 agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and is familiar with and accept the obligations of my position as registered agent as provided in chapter 608, F.S.

By: William K. Horneck  
Print name: William K. Horneck  
Date: April 2, 2007

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