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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Reed Orthodontics, PLLC

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**ARTICLES OF ORGANIZATION
OF
REED ORTHODONTICS, PLLC**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of forming a professional limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I
NAME**

The name of this company is **REED ORTHODONTICS, PLLC.**

**ARTICLE II
PERIOD OF DURATION**

This company shall commence as of the date these Articles of Organization are filed with the Department of State of the State of Florida and shall exist perpetually thereafter, unless this company is dissolved pursuant to the terms of the operating agreement for this company or by operation of law.

**ARTICLE III
BUSINESS, OBJECTS OR PURPOSES**

The general nature of the business to be transacted by this company, or the objects or purposes of this company, shall be as follows:

- a) To operate a dental office;
- b) To invest in real estate, mortgages, stocks, bonds or any other type of investments;
- c) To own real and personal property necessary for the rendering of the above professional services;
- d) In general, to have and exercise all powers conferred by the laws of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

**ARTICLE IV
PRINCIPAL OFFICE**

The mailing address and the street address of the principal office of this company shall be 2720 Southeast 17th Street, Ocala, Florida 34471.

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ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this company shall be located at 4 S.E. Broadway, Ocala, Florida 34471, and the initial registered agent of this company at such office shall be Jose H. Cortes, Jr., Esquire.

ARTICLE VI
MEMBERS

The initial Members of this professional limited liability company, whose names and addresses, and Membership Units and Sharing Ratios in the company, are as follows:

Names of Members	Address	No. of Units	Sharing Ratio
Juddson R. Reed	1317 Southeast 16 th Street Ocala, Florida 34471	100	100%

ARTICLE VII
MANAGEMENT

The business and affairs of the Company shall be conducted by one Manager (the "Manager") and all management of the Company shall be vested in the Manager. The Manager shall have the power and authority to do all things necessary or convenient to carry out the business and affairs of the Company. This power and authority shall be more specifically set forth in the Operating Agreement. The initial Manager shall be Juddson R. Reed.

ARTICLE VIII
OPERATING AGREEMENT

The power to adopt the operating agreement for this company, to alter, amend, or repeal the operating agreement, or to enter into a new operating agreement, shall be vested in the members of this company. The operating agreement for this company shall be for the government of this company and may contain provisions or requirements for the management or conduct of the affairs and business of this company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or the United States.

ARTICLE IX
AMENDMENT OF ARTICLES OF ORGANIZATION

Theses Article of Organization may be amended at any time by unanimous approval of the members of this company.

IN WITNESS WHEREOF, the undersigned members of this company have executed these Articles of Organization this 24th day of September, 2007.

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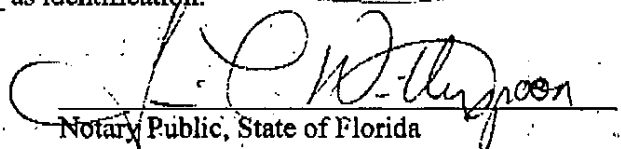

Juddson R. Reed

**STATE OF FLORIDA
COUNTY OF MARION**

The foregoing instrument was acknowledged before me this 24th day of September, 2007, by Juddson R. Reed, member of this company, who is personally known to me or who presented _____ as identification.



Official Notary Seal
TERRI L. WITHERSPOON
Notary Public, State of Florida
Comm. No. DD 525735
My Comm. Expires April 14, 2010


Notary Public, State of Florida

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of **REED ORTHODONTICS, PLLC**, as the registered agent of this professional limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

DATED this 24th day of September, 2007.


Jose H. Cortes, Jr., Esquire
Registered Agent

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