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TALLAHASSEE, FLORIDA

**GIBBONS, TUCKER, MILLER, WHATLEY & STEIN**

A Professional Association

Attorneys and Counselors at Law

SUITE 2190, BANK OF AMERICA PLAZA

101 EAST KENNEDY BLVD., TAMPA, FLORIDA 33602-5179

Telephone: (813) 228-7841, Ext. 12

Telecopier: (813) 228-7848

IN REPLY REFER TO:

C252/071057

November 20, 2007

**FEDERAL EXPRESS**

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Re: Central Neurology, P.L.

Ladies/Gentlemen:

Enclosed herewith please find the original Articles of Organization for Central Neurology, P.L. together with the Designation of Registered Agent and our check in the amount of \$155.00 representing the \$100.00 filing fee for Articles of Organization, the \$25.00 fee for designation of Registered Agent and \$30.00 for a certified copy of the Articles of Organization.

Please return the certified copy of the Articles to the undersigned in the enclosed self-addressed stamped envelope.

Very truly yours,



Jacqueline B. Whatley

JBW/ss

Enclosures

Cc: Central Neurology, P.L. (with enclosures)

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TALLAHASSEE, FLORIDA

# ARTICLES OF ORGANIZATION OF CENTRAL NEUROLOGY, P.L.

The undersigned, under the provisions of Chapter 608 and Chapter 621 of the Florida Statutes (the "Act"), for the purpose of forming a professional limited liability company under the laws of the State of Florida, does set forth the following:

1. Name. The name of the professional limited liability company is Central Neurology, P.L. (hereinafter referred to as the "Company").

2. Period of Duration. Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose. The Company shall engage in every phase and aspect of the business of rendering the same professional services to the public that a medical doctor duly licensed under the laws of the State of Florida is authorized to render, but such professional services shall be rendered only through members, officers, employees and agents of the Company who are duly licensed to practice medicine under the laws of the State of Florida. It is intended that the Company may conduct and transact any business lawfully authorized and not prohibited by Chapter 608 and Chapter 621, Florida Statutes, as the same may be from time to time amended.

4. Address Of Place Of Business. The mailing address and the street address of the place of business for the Company is 806 Edison Avenue, Tampa, Florida 33606. This address may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent. The initial registered agent in Florida for the Company is Gibbons, Tucker, Miller, Whatley & Stein, a Professional Association, and the initial registered office is located at 101 East Kennedy Boulevard, Suite 2190, Tampa, Florida 33602-3664.

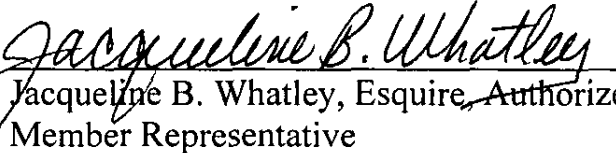
6. Capital Contributions. Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

7. Members. The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management. The overall management and control of the business and affairs of the Company shall be in accordance with the terms of the Operating Agreement.

Executed at Tampa, Florida, on the 20<sup>th</sup> day of November, 2007.

  
Jacqueline B. Whatley, Esquire, Authorized  
Member Representative

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TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING  
PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 608.415, Florida Statutes, the following is submitted, in compliance with said Act:

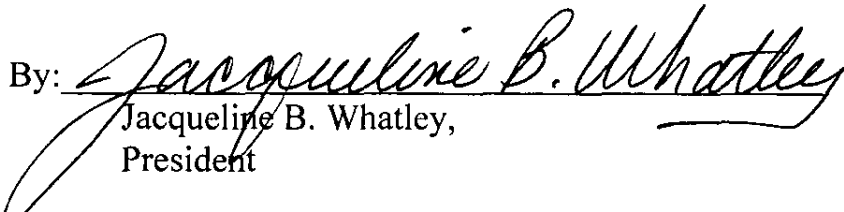
That CENTRAL NEUROLOGY, P.L., a professional limited liability company, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 806 Edison Avenue, Tampa, Florida 33606, has named Gibbons, Tucker, Miller, Whatley & Stein, P.A., a Florida professional association, located at 101 East Kennedy Boulevard, Suite 2190, City of Tampa, County of Hillsborough, State of Florida 33602-3664, as its agent to accept service of process within the State of Florida.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated professional limited liability company, at the place designated in this certificate, we hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office and we are familiar with, and accept, the obligations of the position of Registered Agent.

GIBBONS, TUCKER, MILLER, WHATLEY & STEIN, P.A.  
a Florida professional association

By:

  
Jacqueline B. Whatley,  
President

Date: November 20, 2007.