

L08000073051

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GEMINI OB/GYN, LLC

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T. HAMPTON

EXAMINED

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF ORGANIZATION OF
GEMINI OB/GYN, LLC.**

1. The following provisions of the Articles of Organization of **GEMINI OB/GYN, LLC**, a Florida limited liability company ("Company"), filed with the Department of State on July 29, 2008, Document Number L08000073051 be, and they are hereby, amended as shown below:

2. Article Three of the Articles of Organization of this Company is amended to read in its entirety as follows:

ARTICLE III - ADDRESS

The mailing address of the Company is 3225 Aviation Avenue, Suite 700, Miami, Florida 33133.

The street address of the principal office of the Company is 603 N. Flamingo Road, Suite 360A, Pembroke Pines, Florida 33028.

3. Article Four of the Articles of Organization of this Company is amended to read in its entirety as follows:

ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the registered agent of the Company is Mitchell A. Yelen, c/o VitalMD Group Holding, LLC, 3225 Aviation Avenue, Suite 500, Miami, Florida 33133.

4. Article Five of the Articles of Organization of this Company is amended to read in its entirety as follows:

ARTICLE FIVE - MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company. The name and address of each managing member is as follows:

VitalMD Group Holding, LLC
a Florida limited liability
company
Document No. L03000036510

3225 Aviation Avenue
Suite 700
Miami, FL 33133

Jeffrey L. Cohen, Esq. (Florida Bar #703986)
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IN WITNESS WHEREOF, the undersigned, being the authorized representative of a Member of this Company, has executed these Articles of Amendment as of September 19, 2008.


Jeffrey L. Cohen,
Authorized Representative of Member

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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, Florida Statutes.


Mitchell A. Yelen

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