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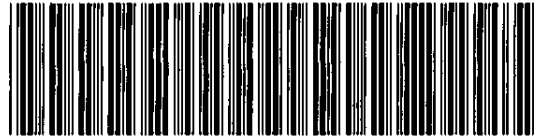
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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EXAMINER

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11/24/08  
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Requester's Name  
Address  
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CORPORATION(S) NAME

vein specialists of the palm beaches,  
LLC

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> Profit              | <input type="checkbox"/> Amendment          | <input type="checkbox"/> Merger                            |
| <input type="checkbox"/> NonProfit           | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                              |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Dissolution        | <input checked="" type="checkbox"/> Other LLC              |
| <input type="checkbox"/> Reinstatement       | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent        |
| <input type="checkbox"/> Certified Copy      | <input type="checkbox"/> Reservation        | <input checked="" type="checkbox"/> Certificate Under Seal |
| <input type="checkbox"/> Photo Copies        | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                        |
| <input type="checkbox"/> Call If Problem     | <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Mail Out                          |
| <input type="checkbox"/> Will Wait           | <input checked="" type="checkbox"/> Pick Up |  |

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**ALAN S. ZANGEN, P.A.**  
**ATTORNEY AT LAW**

**ALAN S. ZANGEN\***

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\* MEMBER FLORIDA BAR, NEW YORK BAR  
AND ILLINOIS BAR

November 18, 2008

Florida Secretary of State  
Division of Corporations  
P. O. Box 6327  
The Capitol Building, Room 2001  
Tallahassee, FL 32314

Re: VEIN SPECIALISTS OF THE PALM BEACHES, LLC  
Our File No. 07W099.1

FILED  
08 NOV 25 PM 1:35  
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Articles of Organization and Certificate of Registered Agent for the above-referenced Limited Liability Company.

Please note that the effective time and date is upon the date of filing of the enclosed.

Additionally, enclosed is this firm's Trust Account Check Number 10888, in the amount of \$130.00, payable to the Secretary of State, for the filing fees for the Articles of Organization of a Florida Limited Liability Company, broken down as follows:

\$100.00 - filing fee for Articles of Organization and Affidavit  
\$ 25.00 - Designation of Registered Agent  
\$ 5.00 - Certificate of Status

Please forward the certified copy of the Articles and Certificate of Status to the attention of the undersigned. Thank you for your prompt attention to this matter.

Sincerely,

  
Alan S. Zangen, Esq.

ASZ:sy  
Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
VEIN SPECIALISTS OF THE PALM BEACHES, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the Limited Liability Company shall be **VEIN SPECIALISTS OF THE PALM BEACHES, LLC**, (the "Company").

**ARTICLE II  
PRINCIPAL ADDRESS**

The mailing address and street address of the principal office of the Company shall be 12798 Forest Hill Boulevard, Suite 301A, Wellington, Florida 33414.

**ARTICLE III  
DURATION**

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the Members.

**ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the initial registered agent of the Company in the state of Florida is Kelly Conroy, 12798 Forest Hill Boulevard, Suite 301A, Wellington, FL 33414.

**ARTICLE V  
POWERS**

In addition to the powers authorized by the laws of the State of Florida, the Company shall have all powers set forth in the Operating Agreement adopted by the Members.

**ARTICLE VI  
MEMBERS RIGHT TO CONTINUE BUSINESS**

The remaining Members may continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member on the occurrence of any other event which terminates the continued Membership of a member in accordance with the Operating Agreement adopted by the Members.

**ARTICLE VII  
ADMISSION OF NEW MEMBERS**

Except as set forth in the Operating Agreement, no additional Members shall be admitted to the Company except with the written consent of the majority-in-interest of the Members of the Company and on such terms and conditions as shall be determined by the majority-in-interest of the Members. A member's interest in the Company may not be sold or otherwise transferred except with the written consent of the majority-in-interest of the Members or as otherwise set forth in the Operating Agreement of the Company.

**ARTICLE VIII  
MANAGEMENT**

The Company shall be a member-managed Company, managed by two (2) managers in accordance with the Operating Agreement regulations adopted by the Members for the management of the business and affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial member-managers of the Company are:

Jonathan S. Huber  
12798 Forest Hill Boulevard  
Suite 301A  
Wellington, FL 33414

Thomas M. Kirchner  
12798 Forest Hill Boulevard  
Suite 301A  
Wellington, Florida 33414

**ARTICLE IX  
AMENDMENTS**

The power to adopt, alter, amend or repeal these Articles of Organization shall be vested in the Members and shall be consistent with the Florida Limited Liability Company Act and the Operating Agreement.

**ARTICLE X  
EFFECTIVE DATE AND TIME**

The effective date and time of the commencement of Company's existence shall be upon filing of these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Wellington, Florida, on the 20 day of Oct., 2008.

  
\_\_\_\_\_  
JONATHAN S. HUBER

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

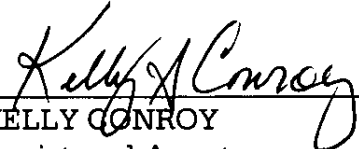
Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the limited liability company is **VEIN SPECIALISTS OF THE PALM BEACHES, LLC**
2. The name and address of the registered agent and office is:

Kelly Conroy  
12798 Forest Hill Boulevard  
Suite 301A  
Wellington, FL 33414

The undersigned, being the person named in the articles of organization of VEIN SPECIALISTS OF THE PALM BEACHES, LLC, as the registered agent of this 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated this 20 day of Oct., 2008.

  
\_\_\_\_\_  
KELLY CONROY  
Registered Agent