

08/25/09 11:08 FAX

Division of Corporations

001

Page 1 of 1

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Orthopedic Research Institute, LLC

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EXAMINER 25/7/2009

08/25/2009 10:02

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P.005/006

**ARTICLES OF ORGANIZATION  
FOR  
ORTHOPEDIC RESEARCH INSTITUTE, LLC**

*(A Florida Limited Liability Company)*

*The undersigned, for the purpose of forming a limited liability company under the laws of the State of Florida, pursuant to the Florida Limited Liability Company Act (the "Act"), hereby adopts the following Articles of Organization:*

**ARTICLE I -  
Name**

The name of the Limited Liability Company is ORTHOPEDIC RESEARCH INSTITUTE, LLC (the "Company").

**ARTICLE II -  
Duration**

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**ARTICLE III -  
Nature of Business**

This Company is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV -  
Address**

The initial principal office address of the Company is 8188 Jog Road, Suite 204, Boynton Beach, Florida 33437, and the initial mailing address is the same.

**ARTICLE V -  
Initial Registered Agent and Registered Office**

The street address of the initial registered office of the Company is 8188 Jog Road, Ste. 204, Boynton Beach, FL 33437, and the name of the initial registered agent of this Company at that address is ZASA CLINICAL RESEARCH, LLC.

**ARTICLE VI -  
Management**

The Company shall be managed in accordance with the Operating Agreement of the Company.

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P.006/006

**ARTICLE VII -  
Membership Certificates**

Each Member's interest in the Company may be evidenced by a membership participation or unit certificate. No Member of the Company may transfer, sell or assign its membership interest in the Company to any other person except as provided for in the Company's Operating Agreement.

**ARTICLE VIII -  
Amendment**

The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Members is subject to this reservation.

IN WITNESS WHEREOF the undersigned has executed these Articles as of the  
25 day of August, 2009.

ZASA CLINICAL RESEARCH, a  
Florida limited liability company, a Member

By: Debra Weinstein  
Debra Weinstein, Manager

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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P.004/006

### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above-stated limited liability company at the place designated in these Articles, ZASA CLINICAL RESEARCH, LLC hereby accepts the appointment as registered agent and agrees to act in this capacity. ZASA CLINICAL RESEARCH, LLC further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and ZASA CLINICAL RESEARCH, LLC is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

ZASA CLINICAL RESEARCH, LLC, a  
Florida limited liability company, a Member

By: Debra Weinstein  
Debra Weinstein, Manager

Dated: August 25, 2009.

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