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From: Account Name : DILL & EVANS, P.L.
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**FLORIDA LIMITED LIABILITY CO.
Geriseb, P.L.**

Certificate of Status	0
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SEP 29 2010
EXAMINER

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**ARTICLES OF ORGANIZATION
OF
GERISEB, P.L.**

2010 SEP 28 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — NAME

The name of the Professional Limited Liability Company is: GERISEB, P.L.

ARTICLE II — ADDRESS

The mailing address and street address of the principal office of the Professional Limited Liability Company is: 1515 US Highway 1, Suite 204
Sebastian, Florida 32958

ARTICLE III — REGISTERED OFFICE AND AGENT

The name and street address of the Registered Agent of the Company in the State of Florida is:

Guillermo Morel, M.D.
1515 US Highway 1, Suite 204
Sebastian, Florida 32958

ARTICLE IV — PURPOSES AND POWERS

The Professional Limited Liability Company (the "Company") is formed to engage in every phase and aspect of providing medical services. The Professional Limited Liability Company shall not engage in any business other than the rendering of professional services for which it was formed. The Company may invest its funds in real estate, mortgages, stocks, bonds, or any other type of investment and own real and personal property necessary for the rendering of professional services. The Company shall have all of the powers granted to a professional limited liability company under the laws of the State of Florida.

ARTICLE V — DURATION

The period of duration for the Professional Limited Liability Company shall be: Perpetual.

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ARTICLE VI — MANAGEMENT

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The Company shall be managed by the Members in accordance with the Operating Agreement 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 of management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the Managing Members of the Company are:

Guillermo Morel, M.D.
1515 US Highway 1, Suite 204
Sebastian, Florida 32958

Eileen Fermin, M.D.
1515 US Highway 1, Suite 204
Sebastian, Florida 32958

ARTICLE VII — ADMISSION OF ADDITIONAL MEMBERS

No person shall be admitted as a Member of the Professional Limited Liability Company unless such person is a professional corporation, a professional limited liability company, or an individual each of which must be duly licensed or otherwise legally authorized to render the same specific professional services as those for which the Professional Limited Liability Company is organized. No Member of the Professional Limited Liability Company shall enter into any type of agreement vesting another person with the authority to exercise any of that Member's voting power in the Professional Limited Liability Company. The right, if given, of the Members to admit additional qualified Members and the terms and conditions of the admissions shall be: qualified additional Members may be admitted on approval of Members owning sixty-six and two-thirds (66-2/3 percent) of the percentages then owned by all Members; provided that such proposed new Member shall execute a counterpart of the Regulations and agree to bound by all provisions thereof and execute any other documents that the Professional Limited Liability Company may deem necessary or appropriate.

ARTICLE VIII — RESTRAINT ON ALIENATION OF OWNERSHIP INTERESTS

The Members of the Professional Limited Liability Company shall have the power to include in the Operating Agreement, or by separate agreement adopted by the Members of the Company, any regulatory or restrictive provisions regarding the proposed sale, transfer, or other disposition of any of the Members' interest in the Company or in the event of the death of any of its Members. The manner and form, as well as the relevant terms, conditions, and details of the disposition, shall be determined by the Members of the Company. No Member of the Professional Limited Liability Company may sell or transfer ownership interest in the Professional Limited Liability Company except to another professional corporation, professional limited liability company, or individual, each of which must be eligible to be a Member of the Professional Limited Liability Company. If any Member of the Company becomes legally disqualified to practice medicine within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon that Member's continued rendering of professional services, that Member shall sever all employment with, and financial interests in, the Company forthwith.

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ARTICLE IX — MEMBERS RIGHTS TO CONTINUE BUSINESS

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The right, if given, of the remaining Members of the Professional Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued Membership of a Member in the Professional Limited Liability Company shall be as follows: the Company shall continue upon the withdrawal of a Member by reason of death, retirement, resignation, expulsion, bankruptcy or dissolution.

SECRETARY OF STATE
JALMITH@SEC. FLORIDA


ARTICLE X — EFFECTIVE DATE

These Articles of Organization shall be effective immediately upon approval of the Secretary of State, State of Florida.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 27 day of September, 2010.



GUILLERMO MOREL, M.D.



EILEEN FERMIN, M.D.

CERTIFICATE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-stated Professional Limited Liability Company at the place designated in this certificate, 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 under Chapter 608, Florida Statutes.



GUILLERMO MOREL, M.D.