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SELLERS

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FLORIDA LIMITED LIABILITY CO.
Eduardo L. Ibarra, M.D., LLC

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**EDUARDO L. IBARRA, M.D., P.A.
3661 S. MIAMI AVENUE, SUITE 308
MIAMI, FLORIDA 33133**

Fax Audit Number (H12000020064 3)

January 19, 2012

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: EDUARDO L. IBARRA, M.D., LLC

Dear Sir or Madam:

The undersigned, as President of Eduardo L. Ibarra, M.D., P.A., a Florida professional corporation, hereby authorizes use of the name "Eduardo L. Ibarra, M.D., LLC", a to-be-formed Florida limited liability company. Any potential name conflicts are hereby waived.

Thank you.

Sincerely,

EDUARDO L. IBARRA, M.D., P.A., a
Florida professional corporation
Document Number M36692

By: 

Eduardo L. Ibarra, M.D., President

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
EDUARDO L. IBARRA, M.D., LLC**

**ARTICLE I
Name**

The name of the Limited Liability Company is Eduardo L. Ibarra, M.D., LLC (the "Company").

**ARTICLE II
Address**

The street address of the principal office of the Company is 3661 S. Miami Avenue, Suite 308, Miami, Florida 33133 and the mailing address of the Company is P.O. Box 160010, Hialeah, Florida 33016.

**ARTICLE III
Registered Agent**

The name of the Company's registered agent in the State of Florida is Neuroscience Consultants, LLP and the address of the Company's registered office is 9960 NW 116 Way, Suite 13, Medley, Florida 33178.

**ARTICLE IV
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V
Management**

The Company is to be a member-managed company and the name and address of the initial member is:

Neuroscience Consultants, LLP
P.O. Box 160010
Hialeah, Florida 33016

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ARTICLE VI

Admission of Additional Members

Members shall have the right to admit additional members as provided by the Florida Limited Liability Company Act by a vote of a majority-in-interest of the members.


ARTICLE VII

Members' Rights to Continue Business

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

MEMBER:

Neuroscience Consultants, LLP, a Florida
limited liability partnership

By: 
Lanny Pauley, Chief Executive Officer and
Authorized Representative

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

PURSUANT TO THE PROVISIONS OF SECTION 608.407 OR 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Eduardo L. Ibarra, M.D., LLC
2. The name and address of the registered agent and office is: Neuroscience Consultants, LLP, 9960 NW 116 Way, Suite 13, Medley, Florida 33178.

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent.

Neuroscience Consultants, LLP, a Florida
limited liability partnership

By: 
Lanny Pauley, Chief Executive Officer