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FLORIDA LIMITED LIABILITY CO.
GPD Pathology, LLC

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**ARTICLES OF ORGANIZATION
OF
GPD PATHOLOGY, LLC**

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned being authorized to execute and file these Articles, adopts the following Limited Liability Company Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company is GPD PATHOLOGY, LLC.

ARTICLE II - MAILING ADDRESS AND STREET ADDRESS

The mailing address and the street address of the principal office of the Company is 2505 Harrison Avenue, Panama City, FL 32405.

ARTICLE III - DURATION

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

ARTICLE IV - PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V - MANAGEMENT

The Limited Liability Company shall be manager managed. The initial manager, who shall serve until the earlier of his death, resignation, replacement or until the first annual meeting of members and his successor is are elected and qualified, shall be:

Jon R. Ward
2505 Harrison Avenue
Panama City, FL 32405

ARTICLE VI - CLASSES OF MEMBERS

Unless otherwise provided in the Members Operating Agreement, the Limited Liability Company shall have two classes of members (Class A and Class B). Ownership shall be

measured in Units and this Limited Liability Company shall be authorized to issue 5,000 Class A Units and 95,000 Class B Units.

The relative rights, privileges, and limitation of the Class A Units and Class B Units shall be in all respect identical, unit for unit, except that the voting power for the election of managers and all other purposes shall be vested exclusively in the holders of the Class A Units and, except as other required by law, the holders of the Class B Units shall not have any voting power or be entitled to receive any notice of meetings of members.

ARTICLE VI - MEMBERSHIP

The Class A member(s) of this limited liability company have the right to admit additional Class B members to this organization upon a majority consent of those individuals or entities who are Class A members prior to the admission of the new member.

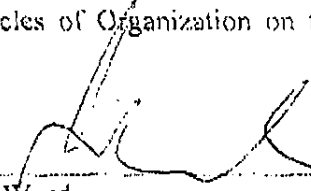
ARTICLE VII - CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

ARTICLE VIII - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Company is Jon R. Ward, 2505 Harrison Ave., Panama City, FL 32405.

IN WITNESS WHEREOF, the undersigned, as the authorized representative of a member of the company, has executed these Articles of Organization on this 1st day of March, 2012.


Jon R. Ward

(In accordance with § 608.008(3), Florida Statutes, the execution of this document constitutes an affirmation under penalty of perjury that the facts stated herein are true.)

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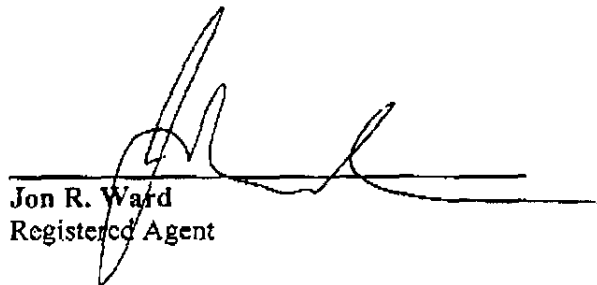
ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Jon R. Ward, having been named as registered agent to accept service of process for **GPD PATHOLOGY, LLC**, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: 2505 Harrison Avenue, Panama City, FL 32405

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent as provided for in the Florida Statutes.

DATED this 15th day of March, 2012.


Jon R. Ward
Registered Agent

H12000054084 3