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**FLORIDA LIMITED LIABILITY CO.
VENAMER AMBULATORY SURGICAL CENTER, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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EXAMINER

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EFFECTIVE DATE 07/05/12

**ARTICLES OF ORGANIZATION
FLORIDA LIMITED LIABILITY COMPANY**

VENAMER AMBULATORY SURGICAL CENTER, LLC

ARTICLE I: Name

The name of the limited liability company is: Venamer Ambulatory Surgical Center, LLC.

ARTICLE II: Address

The mailing address and the street address of the principal office of the limited liability company is:

10200 NW 25th Street,
Unit #114
Doral, Fl. 33172

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ARTICLE III: Registered Agent

The name and Florida street address of the limited liability company's registered agent is:

**Richard Arrieta
9851 NW 58 ST UNIT 120
Doral, FL 33178**

The Company may change its registered office or its registered agent or both by filing with the Secretary of State of Florida a statement complying with Section 608.416, Florida Statutes.

ARTICLE IV: General Powers

The Company is formed for the purposes of conducting and undertaking, and shall have the power to conduct and undertake, any and all actions activities authorized by the Florida Limited Liability Company Act, Chapter 608, Florida Statutes.

ARTICLE V: Management

All powers of the Company shall be exercised by or under the authority of the members and, except as otherwise provided in the operating agreement of the Company, if any ("Operating Agreement"), the business and affairs of the Company shall be managed by or under the direction of the members.

ARTICLE VI: Right To Continue Business

Upon 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 Company, the business of the Company shall not cease and the Company shall not be dissolved except by the unanimous consent of the remaining members or as otherwise provided in the Operating Agreement of the Company.

EXECUTIVE DATE 7/05/12

ARTICLE VII: Restrictions On Membership

New members shall be admitted to the Company in accordance with the Operating Agreement of the Company. Contributions required of a new member shall be determined in accordance with the Operating Agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred except with the unanimous consent of the members, or otherwise in accordance with the Company's Operating Agreement. Additional restrictions and conditions on membership may be set forth in the Operating Agreement or other agreement adopted by the members.

ARTICLE VIII: Operating Agreement

The members of the Company may adopt an operating agreement pertaining to the regulation, management, and other affairs of the Company (previously defined as the "Operating Agreement"), provided that such Operating Agreement shall not be inconsistent with these Articles of Organization or with the laws of the State of Florida. The Operating Agreement may be repealed or altered only in the manner now or hereafter prescribed therein, consistent with the laws of the State of Florida.

ARTICLE IX: Amendment

These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interest of the Company, or otherwise in the manner now or hereafter prescribed in the Company's Operating Agreement, consistent with the laws of the State of Florida.

Article X: Effective Date

The effective date of these Articles of Organization is July 5th 2012.

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S.

Dated this 05 day of July, 2012.

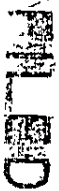
Registered Agent's Signature

Print Name:

Richard Arrieta

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 05 day of JULY, 2012.


Authorized Representative

Print Name: GIANCARLO BELMONTE

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