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Florida Department of State
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To: Division of Corporations
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From: Account Name : BRANT, ABRAHAM, REITER & MCCORMICK, P.A.
Account Number : I20040000043
Phone : (904) 358-2750
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FLORIDA LIMITED LIABILITY CO.
Telemed Benefits, LLC

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Page Count	02
Estimated Charge	\$125.00

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**ARTICLES OF ORGANIZATION
OF
TELEMED BENEFITS, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, *Florida Statutes* Chapter 608 (the "Act"), hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **TELEMED BENEFITS, LLC** (the "Company").

ARTICLE II - ADDRESS

The mailing and street address of the Company is 8280 Princeton Square Blvd., Suite 1, Jacksonville, FL 32256.

ARTICLE III - DURATION

The Company shall commence its existence upon the filing of these Articles by the Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the Operating Agreement of the Company, if any, or as provided under applicable law.

ARTICLE IV - REGISTERED OFFICE AND AGENT


The name and street address of the registered agent of the Company in the state of Florida is Brant, Abraham, Roiter, McCormick & Johnson, P.A., 50 North Laura Street, Suite 2760, Jacksonville, Florida 32202.

ARTICLE V - MANAGEMENT

The Company shall be managed by a Manager in accordance with the terms of the Operating Agreement of the Company, if any, and applicable law. The initial Manager of the Company shall be Gregory G. Boree. The Members of the Company as of the date of these Articles of Organization are Boree Investments, LLC, a Florida limited liability company and Megan Ortman.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization for the foregoing uses and purposes.

Executed by the undersigned organizer on the 15th day of October, 2012.



Amy H. Johnson
Authorized Representative

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

Under the provisions of *Florida Statutes* §608.415, TELEMED BENEFITS, LLC, submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is TELEMED BENEFITS, LLC
2. The name and street address of the registered agent in Florida is:

Brant, Abraham, Reiter, McCormick & Johnson, P.A.
50 North Laura Street, Suite 2750
Jacksonville, Florida 32202

The undersigned, being the person named in the Articles of Organization of TELEMED BENEFITS, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Brant, Abraham, Reiter, McCormick &
Johnson, P.A.

By:

Amy H. Johnson, VP
Amy H. Johnson

Its:

Vice-President

"Registered Agent"