

Tom H. Billin's
Attorney at Law.
733 Charlotte Ave.
Tarpon Springs, Fl.
34689

OFFICE USE ONLY

L950000000002

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in

Pick up time _____

Certified Copy

Mail out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of F.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

November 9, 1994

TOM H. BILLIRIS, ESQ.
733 CHARLOTTE AVE.
TARPON SPRINGS, FL 34689

SUBJECT: SUNCOAST SPINAL CENTERS HOLDING COMPANY, L.C.
Ref. Number: W94000024296

We have received your document for SUNCOAST SPINAL CENTERS HOLDING COMPANY, L.C. and your check(s) totaling \$250.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

There is a balance due of \$35.00.

The fees for a limited liability company breakdown as follows: \$250 filing fee, \$35 for designation of registered agent, \$52.50 for an optional certified copy, and \$8.75 for an optional certificate of status.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6929.

Brendolyn Bruton
Corporate Specialist

Letter Number: 494A00049183

TOM H. BILLIRIS
ATTORNEY AT LAW

733 Charlotte Avenue
Tarpon Springs, Florida 34689-2106

Ph (813) 943-9466
(813) 535-5700
FAX (813) 937-9280

December 22, 1994

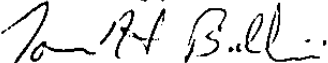
Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

Please find enclosed two copies of the corporate filing
for SUNCOAST SPINA CENTERS HOLDING COMPANY, L.C. The check
for \$96.25 is

\$35.00 for registered agent acceptance
52.50 for certified copy
8.75 for certificate of status.

Please file as soon as possible and send the certified
copy to the address above.

Sincerely,


Tom H. Billiris, Esq.

ARTICLES OF ORGANIZATION

OF

SUNCOAST SPINAL CENTERS HOLDING COMPANY, L.C.

The undersigned subscribers to these Articles of Organization, competent to contract, hereby form a Limited Liability Company under Florida Statutes Chapter 608 and adopt the following as articles:

ARTICLE I

NAME: The name of this Limited Liability Organization is:

SUNCOAST SPINAL CENTERS HOLDING COMPANY, L.C.

ARTICLE II

ADDRESS: The mailing address and street address of the principal office of the Limited Liability Organization is:

Mailing address:	Street address:
P.O. Box 8550	701 N. Hercules Ave.
Clearwater, Fl. 34618	Suite A.
	Clearwater, Fl. 34625

ARTICLE III

DURATION: The duration of the Organization shall commence with the filing of these Articles and continue perpetually.

ARTICLE IV

MANAGEMENT: The Limited Liability Organization is to be managed by the members and names and addresses of the managing members are:

Brian G. Wolstein, 701 N. Hercules Ave., Suite A, Clearwater,
Florida 34625.

Tom H. Billiris, 733 Charlotte Ave., Tarpon Springs,
Fl. 34689.

FILED
JAN 11 1991

ARTICLE V

ADMISSION OF ADDITIONAL MEMBERS: The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be: The addition of any member in this Organization must be with the written consent of all of the members.

ARTICLE VI

MEMBERS RIGHT TO CONTINUE BUSINESS: The right, if given, of the remaining members of the limited liability organization 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 limited liability organization shall be:

The Organization shall have the right to continue operating and shall not be effected on the death, retirement, resignation, expulsion, bankruptcy, or any other occurrence which terminates the membership of a member in this Organization.

ARTICLE VII

ORGANIZATION'S POWER TO ACQUIRE ASSETS: The Organization shall have the power to acquire assets and incur liabilities (real estate, buildings, equipment and other investments) to which the majority of the managing members must agree.

ARTICLE VIII

The name of the Organization's initial registered agent in Florida is TOM H. BILLIRIS, 733 Charlotte Ave., Tarpon Springs, Florida, 34689.

ARTICLE IX

Ownership is divided between two members as shareholders of the Company as follows:

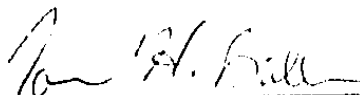
Brian G. Wolstein, ninety-nine percent of all issued shares.
Tom H. Billiris, one percent of all issued shares.

The aggregate number of shares of stock that is authorized to be issued is 1000 shares of common stock. Such shares shall be of a single class with no par value assigned.

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SUNCOAST SPINAL CENTERS HOLDING COMPANY, L.C. deposes and says:

1. The above named limited liability organization has at least two members.
2. The total amount of cash contributed by the members is \$10,000.
3. The total amount of cash or property anticipated to be contributed by members is \$10,000.00. This total includes amounts from number 2 above.


TOM H. BILLIRIS, a managing member of SUNCOAST SPINAL CENTERS
HOLDING COMPANY, L.C.

ACCEPTANCE OF DUTIES BY REGISTERED AGENT
OF SUNCOAST SPINAL CENTERS HOLDING COMPANY, L.C.

Having been named as registered agent and to accept service of process for the above-named limited liability organization 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.

Dated: 12/22/94

/s/ H. Billiris
TOM H. BILLIRIS
Registered Agent
SUNCOAST SPINAL CENTERS
HOLDING COMPANY, L.C.