

RICHARD C. MIGLIACCIO, P.A.
Attorney At Law
660 W. Fairbanks Avenue
Winter Park, Florida 32789-4779

Phone (407) 539-1120

Fax (407) 539-1244

June 6, 1995

295000000441

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

Re: Articles of Organization for
GLOBAL RESEARCH INNOVATIONS, L.C.

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Organization for the above named Limited Liability Company. In addition, a check in the sum of \$337.50 is enclosed which represents the following fees:

Filing Fees	\$ 250.00
Certified Copy	52.50
Registered Agent Designation	35.00
	<hr/>
TOTAL	\$ 337.50 =====

Please file the original of the enclosed Articles of Organization and return a certified copy to the undersigned.

I appreciate your prompt attention to this matter.

Sincerely,

R. C. Migliaccio
Richard C. Migliaccio

RCM/cr
Enclosures

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***337.50 ***337.50

JUN 13 1995 BSB

FILED
95 JUN -8 PM 5:29
TALLAHASSEE, FL

ARTICLES OF ORGANIZATION

OF

GLOBAL RESEARCH INNOVATIONS, L.C.

FILED

95 JUN -8 PM 5:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be GLOBAL RESEARCH INNOVATIONS, L.C. (the "Company").

ARTICLE II - ADDRESS

The principal place of business of the Company in Florida shall be 1034-C N.W. 57th Street, Gainesville, Florida 32605.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate twenty-five (25) years after such date of commencement, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is GARY L. LOWERY, MD, PHD, 1034-C N.W. 57th Street, Gainesville, Florida 32605.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in the Affidavit of Membership and Contribution attached hereto and made a part hereof.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or its interest in the Company as set forth in the regulations of the Company, but the

transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or its interest, approve of the proposed transfer by unanimous written consent.

ARTICLE VIII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

NAME	ADDRESS
GARY L. LOWERY, MD, PhD	1034-C N.W. 57th Street Gainesville, Florida 32605
JAMES MUSSALLEM	5120 North Central Avenue Phoenix, Arizona 85012

ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Chapter 608, Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall be also signed by the member to be added.

ARTICLE XI - REGULATIONS OF COMPANY

The power to adopt, alter, amend or repeal the regulations of the Company shall be vested in the members unless vested in the manager(s) of the Company by any amendments of the Articles of Organization. Regulations adopted by the members or by the manager(s) may be repealed or altered, new regulations may be adopted by the members, and the members may prescribe in any

regulations made by them that such regulations may not be altered, amended or repealed by the manager(s).

ARTICLE XII - INFORMAL ACTION OF MEMBERS

Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting and filed as part of Company records.

ARTICLE XIII - CONTRACTING DEBT

Except as otherwise provided by law, no debt shall be contracted nor liability incurred by or on behalf of the Company except by the manager(s) or, if managed by the members, by any member of the Company, unless otherwise provided herein.

ARTICLE XIV - TRANSFERABILITY OF MEMBER'S INTEREST

An interest of a member of the Company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining members of the Company do not approve of such proposed transfer or assignment, by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of the Company or to become a member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that member otherwise would be entitled.

ARTICLE XV - WITHDRAWAL OR REDUCTION OF MEMBER'S CONTRIBUTIONS TO CAPITAL

1. A member shall not receive out of the Company property any part of his or its contribution to capital until:

(a) All liabilities of the Company, except liabilities to members on account of their contributions to capital, have been paid or sufficient property of the Company remains to pay them;

(b) The consent of all members is had, unless the return of the contributions to capital may be rightfully demanded;

(c) These Articles of Organization are canceled or so amended as to set out the withdrawal reduction.

2. A member shall be entitled to the return of his or its contribution to capital in the manner provided in the regulations of the Company.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Gainesville, Florida,

for the foregoing uses and purposes this 30 day of May,
1995.

Gary L. Lowery MD, PhD
GARY L. LOWERY MD, PhD

STATE OF FLORIDA

COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 30
day of May, 1995, by GARY L. LOWERY, MD, PhD.

Ellen Ann Curtis



ELLEN ANN CURTIS
My Comm Exp. 7/26/98
Bonded By Service Ins
No. CC379338

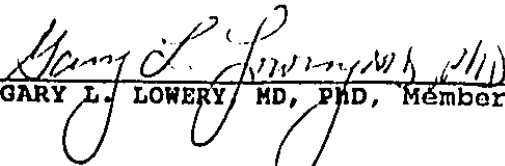
Personally Known Other

Personally known OR Produced Identification _____
Type of Identification Produced: _____

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of GLOBAL RESEARCH INNOVATIONS, L.C. deposes and says:

1. The above named liability company has at least two (2) members.
2. The amount of cash to be contributed by GARY L. LOWERY, MD, PhD, is One Thousand and No/100 Dollars (\$1,000.00).
3. No property other than cash is to be contributed by members.
4. The total amount of cash or property anticipated to be contributed by members is One Thousand and No/100 Dollars (\$1,000.00). This total includes amounts from 2 and 3 above.



GARY L. LOWERY MD, PhD, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION §608.415 OR §608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: GLOBAL RESEARCH INNOVATIONS, L.C.
2. The name and address of the registered agent and office is:

GARY L. LOWERY, MD, PhD
1034-C N.W. 57th Street, Gainesville, Florida 32605

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.

GARY L. LOWERY, MD, PhD

5/30/95
Date

FILED
95 JUN -8 PM 5:29
TALLAHASSEE, FLORIDA

FILE NOW: Fee after May 1, will be \$263.75

APPROVED
AND
FILED

1996-08-15 9:17

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996	 FLORIDA DEPARTMENT OF STATE Tallahassee, Florida Secretary of State DIVISION OF CORPORATIONS
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FILING FEE \$ 230.75	Annual Report \$100.00 + \$130.75 Corporation Supplemental Fee Make Check Payable To: FLORIDA DEPARTMENT OF STATE
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1. Name and Mailing Address of Limited Liability Company DOCUMENT # L95000000441 GLOBAL RESEARCH INNOVATIONS, INC. 1034 C.N.W. 57th Street Gainesville, Florida 32605
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1a. Principal Place of Business Address 1034 C.N.W. 57th Street Gainesville, Florida 32605
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# above mailing address is incorrect in any way line through incorrect information and enter correction in Block 2a			
2. Principal Place of Business 5120 N. Central Ave. Suite Apt # etc City & State Phoenix, AZ Zip 85012 Country U.S.A.	2a. Mailing Address 6716 N.W. 11th Place Suite Apt # etc Suite F City & State Gainesville, FL Zip 32605 Country U.S.A.	3. Date Organized or Qualified 06/08/1995	3a. State of Formation FL
		4. FET Number 59-3324436	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
		5. Date of Last Report	6. Certificate of Status Desired <input type="checkbox"/> \$0 Fee Additional Fee Required

7. Name and Address of Current Registered Agent Lowery, Gary L. 1034 C.N.W. 57th Street Gainesville, Florida 32605	8. Name and Address of New Registered Agent Name <u>Lowery, Gary L. GU</u> GLOBAL RESEARCH INNOVATIONS, INC. Street Address (P.O. Box Number is Not Acceptable) 6716 N.W. 11th Place, Ste. F Suite, Apt #, etc City Gainesville FL Zip Code 32605
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9. Pursuant to the provisions of Sections 608.416 and 608.500, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.

SIGNATURE: Gary L. Lowery MD, PhD DATE: 2/16/96

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	Lowery, Gary L.	1034 C.N.W. 57th Street	Gainesville, FL
MEM	Mussallem, James	5716 NW 11 Place, Suite F	Gainesville, FL
		5120 N. Central Ave.	Phoenix, AZ

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath, that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes, and that my name appears in Block 10 or on an attachment with an address.

SIGNATURE: Gary L. Lowery MD, PhD 2/16/96 (352) 331-5369

Gary L. Lowery MD, PhD 4/2/96 00 4-11

RICHARD C. MIGLIACCIO, P.A.
Attorney At Law
660 W. Fairbanks Avenue
Winter Park, Florida 32789-4779

Phone (407) 539-1120

Fax (407) 539-1244

July 23, 1997

L 95000000441

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

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****105.00 ****105.00

Re: Articles of Dissolution for GLOBAL RESEARCH INNOVATIONS, L.C.

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Dissolution for the above named limited liability company. In addition, a check in the sum of \$105.00 is enclosed which represents the following fees:

Filing Fee	\$ 52.50
Certified Copy	52.50
TOTAL	\$ 105.00

Please file the original of the enclosed Articles of Dissolution and return a certified copy to the undersigned. If you have any questions or need further information, please contact me.

I appreciate your prompt attention to this matter.

Sincerely,

R. C. Migliaccio
Richard C. Migliaccio

RCM/pbm
Enclosures

APPROVED
AND
FILED
97 JUL 25 11:03:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OK
95000000441
LLC Diss
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7/25/97
RCM

ARTICLES OF DISSOLUTION

Pursuant to section 608.441, Florida Statutes, this Florida limited liability company submits the following Articles of Dissolution:

- FIRST:** The name of the limited liability company is:
GLOBAL RESEARCH INNOVATIONS, L.C.
- SECOND:** The effective date of the limited liability company's dissolution is July 18, 1997.
- THIRD:** On July 18, 1997 and pursuant to section 608.441(1)(b), Florida Statutes, all members of the limited liability company voted to dissolve the limited liability company by unanimous written agreement.
- FOURTH:** All debts, obligations, and liabilities of the limited liability company have been paid or discharged, or adequate provision has been made therefor pursuant to section 608.4421, Florida Statutes.
- FIFTH:** All remaining property and assets have been distributed among the limited liability company's members in accordance with their respective rights and interests.
- SIXTH:** There are no suits pending against the limited liability company in any court, or adequate provision has been made for the satisfaction of any judgment, order, or decree which may be entered against the limited liability company in any pending suit.

ALL MEMBERS:

July 18, 1997
Date

July 18, 1997
Date

Gary L. Lowery, MD, PhD
GARY L. LOWERY, MD, PhD

James Musballem
JAMES MUSBALLEM

APPROVED
AND
FILED