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**\* BOARD CERTIFIED IN TAXATION AND  
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\*\* ALSO ADMITTED IN OHIO AND KENTUCKY  
+ ALSO ADMITTED IN MASSACHUSETTS**

**L 96000000454**

**April 17, 1996**

**Secretary of State  
Bureau of Corporate Records  
Post Office Box 6327  
Tallahassee, Florida 32314**

**Re: Central Florida Kidney Center of Osceola County,  
L.C.  
Effective Date: Date of Filing**

**Dear Sir or Madam:**

**200001787382  
-04/19/96--01065--001  
\*\*\*337.50 \*\*\*337.50**

**In connection with the formation of the above limited liability company, we are enclosing the following:**

**1. The original and a duplicate copy of the Articles of Organization. The duplicate copy has been subscribed to and acknowledged in the same manner as the original. In addition, a signed Acceptance by Registered Agent is attached to the Articles of Organization in which Maureen Michael acknowledges her acceptance of the appointment of registered agent. Please endorse your approval of the Articles of Organization on the duplicate copy and return the certified copy to me.**

**2. Signed Affidavit with the declarations required by Section 608.407(2), Florida Statutes.**

**3. Check in the total amount of \$337.50 to cover the \$250.00 filing fee, the \$52.50 fee for the certified copy of the Articles of Organization and the \$35.00 fee for designation of registered agent.**

**Please contact me if you have any questions or need additional information.**

**Sincerely,**

**Jeffrey M. Koltun**

**JMK:sr  
Enclosures  
cc: Ms. Maureen Michael**

**APR 23 1996**

**FILED  
96 APR 19 PM 12:08  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE**

ARTICLES OF ORGANIZATION  
OF

CENTRAL FLORIDA KIDNEY CENTER OF OSCEOLA COUNTY, L.C.

FILED  
96 APR 19 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned member, acting pursuant to Chapter 608, Florida Statutes, hereby forms a limited liability company in accordance with the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

The name of this limited liability company is CENTRAL FLORIDA KIDNEY CENTER OF OSCEOLA COUNTY, L.C.

ARTICLE II - PERIOD OF DURATION

This limited liability company shall exist perpetually, commencing at the date and time of filing of these Articles of Organization, as evidenced by the Florida Department of State's date and time endorsement.

ARTICLE III - MAILING ADDRESS AND STREET  
ADDRESS OF PRINCIPAL OFFICE OF LIMITED LIABILITY COMPANY

The mailing address of this limited liability company is 105 Bonnie Loch Court, Orlando, Florida 32806, and the street address of the principal office of the limited liability company is 105 Bonnie Loch, Orlando, Florida 32806.

ARTICLE IV - NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name of the initial registered agent of this limited liability company is MAUREEN MICHAEL. The street address of the initial registered agent is 105 Bonnie Loch Court, Orlando, Florida 32806.

#### ARTICLE V - RIGHT TO ADMIT ADDITIONAL MEMBERS

Additional members may be admitted only with the unanimous consent of all of the members of this limited liability company. Any person admitted to this limited liability company pursuant to the preceding sentence shall have the rights and powers, and shall be subject to the restrictions and liabilities set forth in those Articles of Organization, the regulations and Chapter 608, Florida Statutes.

#### ARTICLE VI - RIGHT TO CONTINUE BUSINESS UPON OCCURRENCE OF CERTAIN EVENTS

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in this limited liability company, this limited liability company shall terminate and shall be dissolved, unless the business of this limited liability company is continued by the consent of all the remaining members.

#### ARTICLE VII - MANAGEMENT

The management of this limited liability company shall be reserved to and be vested in its members in proportion to their contributions to the capital of this limited liability company, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members. The names and addresses of the managing members are as follows:

<u>Name of Managing Member</u>	<u>Address of Managing Member</u>
RENAL EQUITY CORP.	105 Bonnie Loch Court Orlando, Florida 32806
PRAN KAR, M.D.	514 West Columbia Street Orlando, Florida 32806
JULIO MOROS, M.D.	1130 S. Semoran Blvd., Suite A Orlando, Florida 32807
NORMAN PRYOR, M.D.	85 West Miller Orlando, Florida 32806

ARTICLE VIII - PURPOSE

This limited liability company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under Chapter 608 of the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 17 day of APRIL, 1996.

MEMBER:  
RENAL EQUITY CORP.

By: Kerry M. Kelly

KERRY M. KELLY President

AFFIDAVIT OF CENTRAL FLORIDA  
KIDNEY CENTER OF OSCEOLA COUNTY, L.C.

The undersigned, a member of CENTRAL FLORIDA KIDNEY CENTER OF OSCEOLA COUNTY, L.C. (the "LLC"), makes the following declarations pursuant to Section 608.407(2), Florida Statutes:

1. The LLC has at least two (2) members.
2. The initial amount of cash contributed by the members is \$80,000. No property other than cash will be contributed by the members.
3. It is presently anticipated that the members will make additional contributions to the LLC in the amount of \$500,000. In the event any member makes an additional contribution to the LLC, a supplemental affidavit shall be filed with the Department of State.

MEMBER:  
RENAL EQUITY CORP.

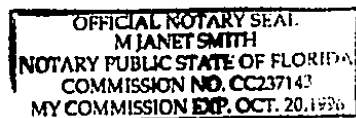
By: Kerry M. Kelly  
KERRY M. KELLY President

STATE OF FLORIDA                    )  
COUNTY OF ORANGE                )

The foregoing AFFIDAVIT OF CENTRAL FLORIDA KIDNEY CENTER OF OSCEOLA COUNTY, L.C. was acknowledged before me this 17th day of April, 1996, by KERRY M. KELLY, who acknowledged before me that he is the President of RENAL EQUITY CORP., which corporation is a member of the LLC, that he is authorized to and has executed this Affidavit on behalf of RENAL EQUITY CORP. for the purposes of forming a limited liability company pursuant to the provisions of Section 608.407(2), Florida Statutes. KERRY M. KELLY is personally known to me or was identified by me as follows: \_\_\_\_\_

M. Janet Smith  
Notary Public  
My Commission Expires:

k:cfkosc,llc



ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent of CENTRAL FLORIDA KIDNEY CENTER OF OSCEOLA COUNTY, L.C. and to accept service of process for the foregoing limited liability company at the place designated in these Articles of Organization, 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 as registered agent. I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 16<sup>th</sup> day of April, 1996.

Maureen Michael  
MAUREEN MICHAEL

FILED  
96 APR 19 PM 12:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA