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PRESTON HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

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DIVISION OF CORPORATION

REFERENCE : 980333 4330594

AUTHORIZATION :

COST LIMIT

Patricia Pijut
50

ORDER DATE : June 7, 1996

ORDER TIME : 3:29 PM

ORDER NO. : 980333

CUSTOMER NO: 4330594

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~~100001030301~~

CUSTOMER: Justin Wilson, Legal Assistant
ADORNO & ZEDER, P.A.

Suite 1600
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: OCCUPATIONAL HEALTH NETWORK
DEVELOPERS, L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

af
6/10/96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 10 AM 10:08

**ARTICLES OF ORGANIZATION OF
OCCUPATIONAL HEALTH NETWORK DEVELOPERS, L.C.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

96 JUN 10 AM 10:09

**ARTICLE I
NAME**

The name of the limited liability company is **OCCUPATIONAL HEALTH NETWORK DEVELOPERS, L.C.**

**ARTICLE II
PURPOSES AND POWERS**

The limited liability company is authorized to transact any business permitted by the laws of the State of Florida, from time to time, for a limited liability company.

**ARTICLE III
PROFITS AND LOSSES**

Profits and losses shall be allocated to members as provided in regulations adopted and as amended from time to time by the members (the "Regulations").

**ARTICLE IV
DURATION**

The limited liability company shall exist until December 31, 2030, unless earlier dissolved in a manner provided by law or as provided in the Regulations adopted by the members.

**ARTICLE V
PRINCIPAL PLACE OF BUSINESS**

The principal office of this limited liability company shall be at 150 S.W. 12th Avenue, Suite 340, Pompano, Florida 33069.

ARTICLE VI
MANAGEMENT

Management of the limited liability company is reserved to its members, a committee of which shall serve as the managers as determined by the Regulations (the "Board of Managers") until the first annual meeting of members or until their successors are elected and qualify. The name and address of the initial members of the Board of Managers are as follows:

Robert Bernstein
150 S.W. 12th Avenue
Suite 340
Pompano, Florida 33069

John Beebe
150 S.W. 12th Avenue
Suite 340
Pompano, Florida 33069.

ARTICLE VII
INITIAL REGISTERED OFFICE
AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 150 S.W. 12th Avenue, Suite 340, Pompano, Florida 33069, and the name of its initial registered agent at such address is Workers' Compensation Medical Centers, Inc., a Florida corporation.

ARTICLE VIII
RESTRICTIONS ON MEMBERSHIP

New members shall be admitted only upon the approval of a majority of the existing membership interests. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the consent of a majority of the non-transferring membership interests in the limited liability company.

"Membership interest" for purposes of these Articles of Organization shall be determined as provided in the Regulations of the limited liability company.

ARTICLE IX
CONTINUATION OF THE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right

continue the business only upon consent within 90 days after such event of a majority of the remaining membership interests in the limited liability company.

**ARTICLE X
AMENDMENT**

These Articles of Organization may be amended only by the affirmative consent of a majority in membership interests in the limited liability company.

Executed this 31st day of May, 1996.

**MEMBER:
WORKERS' COMPENSATION MEDICAL
CENTERS, INC.**

By: 
Robert Bernstein, President

33897-RMS

**ARTICLES OF ORGANIZATION
(limited liability company)**

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of Occupational Health Network Developers, a Florida limited liability company, deposes and says:

- I. The above named limited liability company has at least two members.
- II. The total amount of cash contributed by the members is \$100,000.
- III. There is no property other than cash contributed by the members.
- IV. The total amount of cash or property anticipated to be contributed by the members is \$1,500,000. This total includes amounts from items 2 and 3 above.



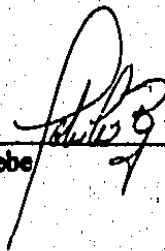
John Beebe, Member

DATED: May 31, 1996

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the Registered Agent of Occupational Health Network Developers, L.C., the undersigned hereby accepts such appointment, agrees to act in such capacity, and accepts the obligations imposed by Florida Statutes Section 608.415.

Executed this 31st day of May, 1996.



John Beebe

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DIVISION OF CORPORATIONS
95 JUN 10 AM 10:08