LOD Darker & Westerfer, P.A.
Certified Public Accountants
4081 Tamiami Trail N., Suite C-201

4081 Tamlami Trail N., Sulte C-201 Naples, FL 34103 (941)843-3554 Fax (941)843-3508

August 8, 1996

Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 Re: Organization of LLC

To Whom It May Concern,

Enclosed are (1) an original and one copy of the Articles of Organization, (2) Affidavit of Membership and Contributions and (3) two checks in payment of organization fees as follows:

\$ 285.00 - Filing Fee - Profit Corporation 52.50 - Certified Copy

\$ 337,50 - Total Check

Please note there are (2) LLC's being filed.

Please return the certified copies of these (2) Articles of Organization in the enclosed Federal Express Envelope.

Sincerely, Mouly Lhauto, CPA

Marilyn L. Mantor

Certified Public Accountant

W96-16904

AUG 1 3 1996

35B Magilyn Martakgave

AUTHORIZATION BY PHONE TO TOTAL COSH Property

DATE 8 13 9/2

DOC. EXAM BOS

#### Articles of Organization of Bohavloral Research Center, LLC

The undersigned, being a member of a limited liability company to be organized under the Florida Limited Liability Company Act, adopts and submits the following Articles of Organization for such limited liability company: South South State of the State

### Article I NAME

The name of the limited liability company (the "Company") shall be: Behavioral Research Center, LLC

# Article II PRINCIPAL PLACE OF BUSINESS

The initial mailing address and street address of the principal office of the Company shall be 5051 Castello Drive, Suite 235, Naples, FL 34103

#### Article III REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered agent of the Company is 5020 Tamiami Trail N., Suite 200, Naples, FL 34103, and the name of the Initial registered agent at such address is Michael J. Connors.

#### Article IV ADMISSION OF MEMBERS

The members of the Company may admit new members to the Company by vote of a majority in interest of the members or by reason of a transfer of a membership interest in whole or in part, as more fully described in and subject to the terms, conditions and consent requirements set forth in the Regulations of the Company. Newly admitted members shall have all the rights and privileges as set forth in the Regulations of the Company.

#### Article V EFFECTIVE DATE

The Company's effective data of existence shall begin on the date of filing.

#### Article VI DURATION

The Cortipany's duration shall be perpetual. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or any other event that would terminate the continued membership of a member in the Company, the remaining members shall have the right to unanimously agree to continue the business of the Company provided there are at least two (2) remaining members.

#### Artialo VII ADOPTION OF REGULATIONS

The initial Regulations of the Company shall be adopted by its initial members. The 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.

#### Article VIII **INITIAL MATTERS**

The company will be managed by a manager or managers, who shall be designated, appointed or elected as more fully described in the Regulations. The initial number of managers of the Company shall be one (1). The number of managers may be increased or decreased in accordance with the terms of the Regulations. The name and business address of the person who shall serve as manager until the first annual meeting of members and until his successor is ejected and qualified is:

Michael J. Connors 5020 Tumlami Trail North Suite 200 Naples, FL 34103

IN WITNESS WHEREOF, the undersigned, being a member of the Company, for the purpose of forming a limited liability company under the Florida Limited Liability Act has executed these Articles of Organization as of this \_\_\_\_ \_day of 1996.

Michael J. Compors

Member

I, Michael J. Connors, having been designated to act as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 am familiar with and accept the designations of my position as registered agent.

> Michael J. Connors Registered Agent

STATE OF FLORIDA

**COUNTY OF COLLIER** 

The foregoing instrument was acknowledged before me on this Stage of u aust., 1996 by Michael J. Connors who is personally known to me or has produced a Florida drivers license as identification.

Notary Public

BEVERLY JEAN BERTRON My Comm Exp. 9/24/98 Bonded By Service Ins No. CC406353

# AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF Behavioral Research Contor, LLC

## STATE OF FLORIDA COUNTY OF COLLIER

The undersigned, being a member of Behavioral Research Center, LLC, a limited liability company to be organized under the Florida Limited Liability Company Act, being first duly sworn, hereby states the following:

- 1. The name of the Limited Liability Company (the "Company") is Behavioral Research Center, LLC
- 2. The Company has at least two members of which the undersigned is one.

3. The anticipated amount of contributions by members is \$2,500.00

Michael J. Connors

Before me this day personally appeared Michael J. Connors, who is personally known to me or produced the type of identification provided, who took an oath and who executed the foregoing Affidavit.

a Starida driver's lecense

Type of Identification Provided

Notary Public V State of Florida

Printed Name of Notary

MOTARY BO

My Comm Exp. 9/24/98
Bonded By Scrvice Ins
No. CC406353