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LAW OFFICES
CONRAD & SCHERER
A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

WILLIAM R. SCHERER, P.A.
GARY S. GENOVESE, P.A.
WILLIAM V. CARCIOPPOLO, P.A.
LINDA R. SPAULDING, P.A.
REID A. COCALIS, P.A.
W. EARL HALL, P.A.
RONALD A. FITZGERALD
JAMES F. CARROLL
PAUL R. LARKIN, JR.
DOMINIC L. BRANDY

ALBERT L. FREVOLA, JR.
WILLIAM R. SCHERER, III
VANESSA A. REYNOLDS
DOUGLAS T. MARX
JANINE R. KALAGHER
ANGEL PETTI
NICHOLAS W. ROMANELLO
SHARI L. MCCARTNEY
CATHERINE M. RODRIGUEZ
WENDY A. DELVECCHIO
SUSANNE E. PARKER
DAVID P. YON

OF COUNSEL

REX CONRAD
MARK J. LEEDS
MIKEL D. JONES*
ANDREW S. MAURODIS
JOHN M. MILLEDGE
JOEL STOCKER

*ADMITTED IN NEW JERSEY,
PENNSYLVANIA &
WASHINGTON, D.C. ONLY

EIGHTH FLOOR
633 SOUTH FEDERAL HIGHWAY
POST OFFICE BOX 14723
FORT LAUDERDALE, FLORIDA 33302
BROWARD (954) 462-5500
DADE (305) 944-0131
PALM BEACH (561) 736-0118
FACSIMILE (954) 463-9244

19 WEST FLAGLER STREET
SUITE M-115
MIAMI, FLORIDA 33130
TELEPHONE (305) 856-9920

September 9, 1999

PLEASE REPLY TO:

Fort Lauderdale
Direct Line: (954) 847-3366

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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RE: Tradition Management Services, L.C.
Amended and Restated Articles of Organization
Our File: 88-446D [95-167] L97-606

Dear Sirs/Mesdames:

Enclosed please find an original and one copy of the Amended and Restated Articles of Organization for Tradition Management Services, L.C. and Certificate of Statement of Change of Registered Agent/Registered Office and Acceptance by Registered Agent. Also enclosed is a check in the amount of \$70.00 to cover the filing fees as follows:

1. Restatement of Articles of Organization with Amendment
2. Statement of Change of Registered Agent/Registered Office

Total:

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\$35.00
\$35.00
\$70.00
L97/16

Please return a date-stamped copy of these Amended and Restated Articles of Organization to this office to the attention of the undersigned in the envelope provided.

Thank you for your attention to this matter.

Very truly yours,

LINDA R. SPAULDING
For the Firm

LRS/hmo (366)
Enclosures

cc: Tradition Management Services, L.C.

AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF

TRADITION MANAGEMENT SERVICES, L.C.

These Amended and Restated Articles of Organization are made for the purpose of amending and restating the Articles of Organization that were filed with the Florida Department of State on June 3, 1997, Document Number 97000000606, and organized a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

ARTICLE I

Name

The name of the limited liability company shall be TRADITION MANAGEMENT SERVICES, L.C. (the "Company").

ARTICLE II

Mailing Address

The mailing address and street address of the principal office of the Company is:

c/o North Broward Hospital District
303 Southeast 17th Street
Fort Lauderdale, Florida 33316.

ARTICLE III

Purposes and Powers

The general purposes for which the Company is organized are to provide services related to the management and administration of healthcare and to transact any lawful business for which a limited liability company may be organized and operated under the laws of the state of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the state of Florida.

ARTICLE IV

Duration

The period of duration of the Company is perpetual.

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TALLAHASSEE FLORIDA

TRADITION MANAGEMENT SERVICES, L.C.
Amended and Restated Articles of Organization

ARTICLE V

Registered Agent; Registered Address

The name of the registered agent of the Company is William R. Scherer, Jr., Esquire. The street address of the registered agent of the Company is c/o Conrad & Scherer, 633 S. Federal Highway, 8th Floor, Fort Lauderdale, Florida 33301.

ARTICLE VI

Management

The management of the Company is reserved to its members, or if there is only one member, its sole member. The name and address of the Managing Member is the North Broward Hospital District, 303 S.E. 17th Street, Fort Lauderdale, Florida 33316.

ARTICLE VII

Admission of Additional Members

Additional members to the Company may be admitted, but only if a majority-in-interest of the current membership interests approves the admission of the additional members in accordance with the terms of the Regulations of the Company.

ARTICLE VIII

Members' Rights to Continue Business

Upon 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 Company, the remaining members, if any, may by unanimous written agreement continue the business of the Company.

ARTICLE IX

Miscellaneous

A. Regulations. The members shall have the power to adopt, alter, amend or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

TRADITION MANAGEMENT SERVICES, L.C.
Amended and Restated Articles of Organization

B. Effective Date. These Amended and Restated Articles of Organization of the Company shall be effective on the date and time when they are filed by the Florida Department of State.

Executed this 9th day of September, 1999.

NORTH BROWARD HOSPITAL DISTRICT,
Managing Member

By: 

PATRICIA L. MAHANEY,
Executive Vice President/
Chief Financial Officer.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

TRADITION MANAGEMENT SERVICES, L.C.
Amended and Restated Articles of Organization

CERTIFICATE OF STATEMENT OF CHANGE OF
REGISTERED AGENT/REGISTERED OFFICE
AND ACCEPTANCE BY REGISTERED AGENT


PURSUANT TO THE PROVISIONS OF SECTION 608.416, FLORIDA STATUTES, THE LIMITED LIABILITY COMPANY NAMED BELOW SUBMITS THE FOLLOWING STATEMENT OF CHANGE OF THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Tradition Management Services, L.C.
2. The address, including street and number, of its present registered office as shown in the records of the Florida Department of State is: c/o Conrad & Scherer, 633 S. Federal Highway, 8th Floor, Fort Lauderdale, Florida 33302.
3. The address, including street and number, to which its registered office is to be changed is: c/o Conrad & Scherer, 633 S. Federal Highway, 8th Floor, Fort Lauderdale, Florida 33301.
4. The name of its present registered agent, as shown in the records of the Florida Department of State, prior to filing this statement is: Kenneth C. Jenne, II, Esquire.
5. The name of the new registered agent is: William R. Scherer, Jr., Esquire.
6. This change was authorized by the affirmative vote of all of the members of the named limited liability company.

DATED THIS 9th DAY OF SEPTEMBER, 1999.

NORTH BROWARD HOSPITAL DISTRICT,
Managing Member

By:

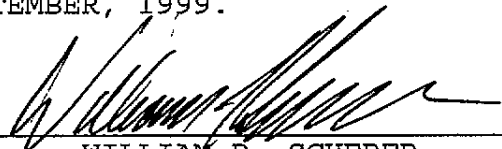

PATRICIA L. MAHANEY,
Executive Vice President/
Chief Financial Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRADITION MANAGEMENT SERVICES, L.C.
Amended and Restated Articles of Organization

Having been named as registered agent 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.

DATED THIS 9th DAY OF SEPTEMBER, 1999.


WILLIAM R. SCHERER

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SECRETARY OF STATE
TALLAHASSEE FLORIDA