



THE UNITED STATES  
CORPORATION  
COMPANY

L97000001001

ACCOUNT NO. : 072100000032

REFERENCE : 525317 4311859

AUTHORIZATION : Patricia K. [Signature]

COST LIMIT : \$ 285.00

ORDER DATE : September 10, 1997

ORDER TIME : 12:13 PM

ORDER NO. : 525317-005

CUSTOMER NO: 4311859

CUSTOMER: Ms. Lisa Crapanzano  
HAYTHE & CURLEY

237 Park Ave.  
20th Floor  
New York, NY 10017-3142

601001200026-1-5

DOMESTIC FILING

NAME: UBH HOLDINGS, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: [Signature]

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 SEP 11 PM 3:39

RECEIVED  
97 SEP 11 PM 1:36  
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION  
OF A LIMITED LIABILITY COMPANY  
FOR  
U.B.H. HOLDINGS, L.C.

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ARTICLE I - Name

The name of the Limited Liability Company is:

U.B.H. Holdings, L.C.

ARTICLE II - Duration

The period of duration for the Limited Liability Company shall be from the date these Articles of Organization are filed with the Florida Department of State until September 10, 2017, unless earlier terminated as agreed to by the members.

ARTICLE III - Principal Office

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

1276 Minnesota Avenue  
Winter Park, Florida 32789

ARTICLE IV - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company in the State of Florida is:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

ARTICLE V - Admission of Additional Members

No additional member may be admitted to the Limited Liability Company without the consent of all of the remaining members.

**ARTICLE VI - Members Rights to Continue Business**

The term of the Limited Liability Company shall terminate upon the death, insanity, resignation, withdrawal, dissolution, bankruptcy or insolvency of any member, unless the other members elect to continue the term of the Limited Liability Company (and if there be only one remaining member, the remaining member designates an additional member) within 90 days following any such occurrence.

**ARTICLE VII - Management**

The Limited Liability Company is to be managed by the members.  
The names and addresses of the managing members are:

FPMBH Clinical Services, Inc.  
1276 Minnesota Avenue  
Winter Park, Florida 32789

*F95000008415*

and


University of South Florida Health  
Services Support Organization, Inc.  
12901 Bruce B. Downs Blvd., MDC 2  
Tampa, Florida 33612

*N96000006075*

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IN WITNESS WHEREOF, the undersigned member of the Limited Liability Company has caused these Articles of Organization of a Limited Liability Company to be signed by its duly authorized representative on this 10th day of September, 1997.

FPMBH CLINICAL SERVICES, INC.

By:   
I, Paul Mandelkern  
Authorized Representative

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of U.B.H. Holdings, L.C. deposes  
and says that:

- 1) the above named limited liability company has two members;
- 2) the total amount of cash to be contributed by the members is \$606;  
and
- 3) it is not currently anticipated that any other cash or any property will be contributed to the above named limited liability company.

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FPMBH CLINICAL SERVICES, INC.

By: 

I. Paul Mandelkern  
Authorized Representative

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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 :

U.B.H. Holdings, L.C.

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hays Street

(P.O. Box or Mail Drop Box Not acceptable)

Tallahassee, Florida 32301

(City/State/Zip)

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.

Corporation Service Company

By: Patricia Pizzuto

(Signature)

Patricia Pizzuto, as its agent

9/11/97  
(Date)