97000001001

CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 525317

AUTHORIZATION :

COST LIMIT : \$ 285.00

ORDER DATE: September 10, 1997

ORDER TIME : 12:13 PM

ORDER NO. : 525317 Q05

CUSTOMER NO:

4311859

CUSTOMER: Ms. Lisa Crapanzano

HAYTHE & CURLEY

237 Park Ave.

20th Floor

New York, NY 10017-3142

BUILDER 200028--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

PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

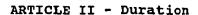
EXAMINER'S INITIALS:

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

ARTICLE I - Name

The name of the Limited Liability Company is:

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



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 membersy The names and addresses of the managing members are:

and

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

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 1044 day of September, 1997.

FPMBH CLINICAL SERVICES, INC.

I Maul Mandelkern

Authorized Representative

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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

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

FPMBH CLINICAL MERVACES, INC.

By: ______

I. Paul Mandelkern

Authorized Representative

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED OUNDER 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 statues 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

Patricia Pizzuto, as its agent

(Date)

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