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FAX #: (813)223-9067

NAME: UNITRUST MEDICAL MANAGEMENT ASSOCIATES, L.C.
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DESCRIPTION OF DOCUMENT: Articles of Organization for UNITRUST
MEDICAL MANAGEMENT ASSOCIATES, L.C. (H98000005469)

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**ARTICLES OF ORGANIZATION
OF
UNITRUST MEDICAL MANAGEMENT ASSOCIATES, L.C.**

1. Name. The name of this limited liability company is UNITRUST MEDICAL MANAGEMENT ASSOCIATES, L.C., a Florida limited liability company (the "Company").

2. Duration. The Company shall exist from the date of filing of these Articles with the Florida Secretary of State and until the earlier of ninety-nine (99) years from such date or the occurrence of any of the events specified in the Regulations or Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Principal Office. The mailing and street address of the Company's principal office is 13124 N. Florida Avenue, Tampa, Florida 33612.

5. Registered Agent and Office. The name of the initial registered agent of the Company is James H. Barker, D.O. The street address of the initial registered agent of the Company is 13124 N. Florida Avenue, Tampa, Florida 33612.

6. Contributions to the Company. The total amount of cash initially contributed to the Company by the members is \$1.00. No additional contributions have been agreed upon.

7. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

9. Management of the Company. The management of the Company shall be vested in the managers of the Company. The Company shall be managed in accordance with the Regulations adopted by all of the initial members. The names and addresses of the initial managers are:

James H. Barker, D.O.
13124 N. Florida Avenue
Tampa, Florida 33612

Joseph W.N. Rugg, Esquire, FBN 335096
P.O. Box 3433
Tampa, Florida 33601
813/229-3321

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University Community Independent
Practice Association, Inc.
13124 N. Florida Avenue
Tampa, Florida 33612

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

11. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

12. Certificated Interests. The members' interests in the Company shall be evidenced by certificates.

The undersigned executed these Articles of Organization effective as of the 20 day of March, 1998.

MEMBERS:

✓ James H. Barker, D.O.
James H. Barker, D.O.

UNIVERSITY COMMUNITY INDEPENDENT
PRACTICE ASSOCIATION, INC., a
Florida corporation

✓ By: James H. Barker, D.O.
James H. Barker, D.O.
President

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

✓ James H. Barker, D.O.
James H. Barker, D.O.

Dated: March 20, 1998

**AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)**

I, James H. Barker, D.O., as one of the initial members of UNITRUST MEDICAL MANAGEMENT ASSOCIATES, L.C., a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certify as follows:

1. The Company has at least two (2) members.
2. The members of the Company have contributed a total of \$1.00 of cash to the Company.
3. No property other than the cash identified in numbers 2 and 4 hereof has been or will be contributed.
4. It is anticipated that no additional cash will be contributed in the future by the members of the Company. This results in a total of \$1.00 in cash contributed to the Company and no property.

Executed this 20 day of March, 1998.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

MEMBER:

James H. Barker
James H. Barker, D.O.

6341-002-0493189.01

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