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LAW OFFICES OF

LEE & BURCHETT, P.A.

SARASOTA • VENICE

H. GREG LEE

CHARLA McNALLY BURCHETT

BOARD CERTIFIED WILLS, TRUSTS
AND ESTATES LAWYER

2014 FOURTH STREET
SARASOTA, FL 34237

(941) 954-0067

FAX (941) 365-1492

VENICE OFFICE
(941) 484-0067

November 18, 1998

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200002693832--2
-11/23/98--01092--006
****337.50 ****337.50

SUBJECT: Formation of Limited Liability Company

"CUSTOM MEDICAL CONSULTING GROUP, L.L.C."

[Handwritten signature]

Enclosed is an original and one (1) copy of Articles of Organization, an original and one (1) copy of the Registered Agent Designation, an original and one (1) copy of Affidavit of Membership and Contributions, and a check for \$337.50 (filing fee, fee for certified copy, and designation of registered agent).

CM

FROM: H. Greg Lee, Esq.
2014 Fourth Street
Sarasota, Florida 34237
(941) 954-0067

FILED
96 DEC 15 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 30, 1998

H. GREG LEE, ESQ.
2014 FOURTH STREET
SARASOTA, FL 34237

SUBJECT: CUSTOM MEDICAL CONSULTING GROUP, L.L.C.
Ref. Number: W98000026645

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98 DEC 15 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for CUSTOM MEDICAL CONSULTING GROUP, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Cathy A Mitchell
Corporate Specialist

Letter Number: 698A00056614

ARTICLES OF ORGANIZATION
OF
CUSTOM MEDICAL CONSULTING GROUP, L.L.C.
a Florida Limited Liability Company

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TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of this Limited Liability Company is CUSTOM MEDICAL CONSULTING GROUP, L. L.C. (the "Company").

ARTICLE II
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III
ADDRESS

The mailing and street address of the Company's principal place of business is 3350 Charles MacDonald Dr., Sarasota, Florida 34240.

ARTICLE IV
DURATION

The Company's existence shall commence on the date of filing these articles of organization and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

ARTICLE V MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI MEMBERS

The names and addresses of the initial members are as follows:

DONALD K. ROBERTON
3350 Charles MacDonald Dr.
Sarasota, Florida 34240

GUADALUPE CANTU ROBERTON
3350 Charles MacDonald Dr.
Sarasota, Florida 34240

ARTICLE VII ADMISSION OF NEW MEMBERS

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE VIII PROFIT/LOSS ALLOCATION AND MEMBER VOTING

A. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

B. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

C. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE IX
ADOPTION OF REGULATIONS**

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE X
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

**ARTICLE XI
INITIAL ADDRESS OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 2014 Fourth Street, Sarasota, FL 34237. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as H. GREG LEE. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members with an amendment of these Articles.

THESE ARTICLES OF ORGANIZATION have been executed by the undersigned member or authorized representative of the member this 16 day of OCTOBER, 1998.

AUTHORIZED REPRESENTATIVE
OF CUSTOM MEDICAL CONSULTING
GROUP, L.L.C.


H. GREG LEE, Esquire

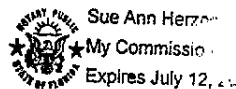
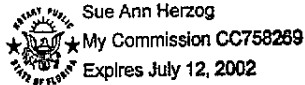
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98 DEC 15 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 16 day of OCTOBER, 1998, by H. GREG LEE, as Authorized Representative of CUSTOM MEDICAL CONSULTING GROUP, L.L.C., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

Sue Ann Herzog
Notary Public, State of Florida
My Commission Expires:



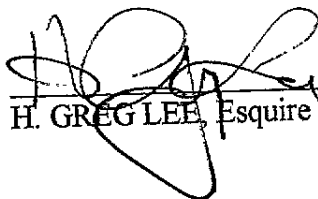
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CLERK OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby state that he is familiar with, and accepts the obligations or his position as Registered Agent and designates as his location for service of process as:

H. Greg Lee, Esquire
2014 Fourth Street
Sarasota, Florida 34237

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

 (SEAL)
H. GREG LEE, Esquire

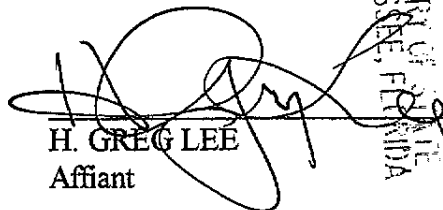
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98 DEC 15 AM 9:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

THE UNDERSIGNED MEMBER or authorized representative of a member of CUSTOM MEDICAL CONSULTING GROUP, L.L.C., deposes and says:

1. That the above-named limited liability company has at least one (1) member.
2. That the total amount of cash contributed by the members is \$ 1,000⁰⁰.
3. The total amount of property contributed by members is \$ 0.
4. That the total amount of cash or property anticipated to be contributed by members is \$ 10,000⁰⁰. This total includes amounts from paragraph 2 above.
5. That he is the authorized representative of a member of CUSTOM-MEDICAL CONSULTING GROUP, L. L.C.

Further Affiant sayeth naught.


H. GREG LEE
Affiant

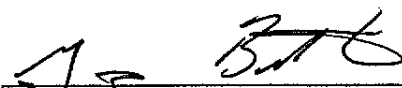
FILED
8 DEC 15 AM 9:46
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 10TH day of December, 1998, by H. Greg Lee, as Authorized Representative of Members DONALD K. ROBERTON and GUADALUPE CANTU ROBERTON, who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.




Notary Public, State of Florida
My Commission Expires: