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PLEASE REPLY TO:

Boca Raton

FILE No.:

HCFCR-0002

December 3, 1998

Federal Express

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

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****293.75 ****293.75

Re: Articles of Organization - Horizon Institute
for Clinical Research-Ft. Lauderdale, L.C.

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Organization and a check in the amount of \$293.75 representing the filing fee, registered agent designation and a certificate of status. Please forward evidence of filing to the undersigned using the enclosed self-addressed, prepaid envelope.

Very truly yours,

William S. Kramer

WSK/smb
Enclosures

cc: Dr. Stuart Farber

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

December 8, 1998

% SKILS, INC.
1150 NORTH 35TH AVENUE
HOLLYWOOD, FL 33021

SUBJECT: HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT.
LAUDERDALE, L.C.
Ref. Number: W98000027341

We have received your document for HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT. LAUDERDALE, L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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: 298A00057846

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ARTICLES OF ORGANIZATION
OF
HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT. LAUDERDALE, L.C.

The undersigned initial members of HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT. LAUDERDALE, L.C., a Florida limited liability company formed hereunder (the "Company"), hereby form a limited liability company under the laws of the State of Florida.

ARTICLE I. COMPANY NAME

The name of this Company is:

HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT. LAUDERDALE, L.C.

ARTICLE II. MAILING ADDRESS OF COMPANY

The mailing address of this Company is:

c/o Skils Family, Inc.
1150 North 35th Avenue
Hollywood, Florida 33021

ARTICLE III. STREET ADDRESS OF COMPANY

The street address of the principal office of this Company is:

c/o Skils Family, Inc.
1150 North 35th Avenue
Hollywood, Florida 33021

ARTICLE IV. REGISTERED AGENT AND REGISTERED AGENT ADDRESS

The name and the street address of the registered agent of this Company in the State of Florida shall be:

Skils Family, Inc.
1150 North 35th Avenue
Hollywood, Florida 33021

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TALLAHASSEE, FLORIDA

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ARTICLE V. DURATION

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act ("Act"), the term of existence shall begin the date these Articles are filed and its duration shall be perpetual, unless otherwise dissolved or terminated by the unanimous written agreement of all members or pursuant to an event described in Article IX of these Articles of Organization.

ARTICLE VI. MANAGEMENT

The Limited Liability Company is to be managed by its members. The names and addresses of the initial managing members are set forth below. The initial managing members shall serve as managers until the first annual meeting of members or until their successors are elected and qualified.

Skills Family, Inc.
1150 North 35th Avenue
Hollywood, Florida 33021

Dr. Brian Steingo
5757 N. Dixie Highway
Ft. Lauderdale, FL 33334

Dr. Richard Kishner
5757 N. Dixie Highway
Ft. Lauderdale, FL 33334

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ARTICLE VII. ADMISSION OF ADDITIONAL MEMBERS

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority in interest of the members holding membership interests of the

Company, either in attendance at a duly called meeting of the members at which a quorum exists or by written consent of the members of the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the members, and upon such member's agreement to comply with these Articles of Organization, its regulations, if any, and such other documents, statutes, rules, regulations or guidelines as the members from time to time determine in their sole discretion.

ARTICLE VIII. RIGHT OF ASSIGNEE TO BECOME A MEMBER

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority in interest of the members holding membership interests of the Company (excluding the member seeking to transfer his interest in the Company) either in attendance at a duly called meeting of the members at which a quorum exists or by written consent of the members of the Company. The rights of the assignee shall be subject to the regulations, if any, and/or such other documents or agreements governing the operation of the Company as may be entered into from time to time, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the regulations of the Company, if any and/or such other documents or agreements governing

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the operation of the Company as may be entered into from time to time.

**ARTICLE IX. RIGHT TO CONTINUE BUSINESS/
DISSOLUTION OF COMPANY**

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the regulations, the operating agreement, if any, of the Company, any other agreement governing the operation of the Company, or under the Act, the Company shall be dissolved unless the members elect to continue the Company, either upon the affirmative vote of a majority in interest of the members of the Company, which vote is taken at a duly called meeting of the members at which a quorum is present, or by written consent of the members of the Company.

ARTICLE X. RETURN OF CAPITAL

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's regulations or operating agreement, if any, then in existence.

ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION

Members may adopt, alter, amend or repeal any provision of the Articles of the Organization upon the affirmative vote of a majority in interest of the members of the Company which vote is

taken at a duly called meeting of the members at which a quorum is present, or by written consent of the members of the Company.

ARTICLE XII. REGULATIONS

Pursuant to Section 608.423(1) of the Act, the members of the Company may adopt, alter, amend or repeal regulations or any provision thereof, upon the affirmative vote of a majority in interest of the members of the Company in attendance at a meeting of the members duly called at which a quorum exists, or by written consent of the members of the Company.

IN WITNESS WHEREOF, the undersigned initial members have executed the foregoing Articles of Organization as of this 22 day of NOVEMBER, 1998.

INITIAL MEMBERS:

SKILS FAMILY, INC., a Florida corporation

By: [Signature]
Stuart Farber, President

[Signature]
BRIAN STEINGO

[Signature]
RICHARD KISHNER

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TALLAHASSEE, FLORIDA

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 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:

HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT. LAUDERDALE, L.C.

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

Skills Family, Inc.
1150 North 35th Avenue
Hollywood, Florida 33021

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.

SKILS FAMILY, INC.

By: [Signature]
Stuart Farber, President

Date: 11/30/68

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HORIZON INSTITUTE FOR CLINICAL RESEARCH-FT. LAUDERDALE, L.C. deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the member(s) is \$40,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ N/A
A description of the property is attached and make a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$
- 5) the total amount of 2, 3, and 4 is \$40,000.00

SKILS FAMILY, INC., Initial Member

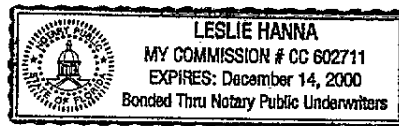
By: [Signature]
Stuart Farber, President

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)



The foregoing instrument was acknowledged before me this 30 day of November, 1998, by Stuart Farber, as President of Skills Family, Inc., on behalf of the Corporation. He is personally known to me or has produced his driver's license or _____ as identification.

[Signature: Leslie Hanna]
Notary Public

My Commission Expires: 12/14/2000