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December 30, 1998

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

*Call
if any
problems*

RE: University Centre Medical Towers, L.L.C.

To Whom It May Concern:

Enclosed is an original and one (1) copy of the Articles of Organization, an Affidavit of Membership and Contributions, and Certificate of Designation of Registered Agent for the above referenced L.L.C. Also enclosed is a check for \$346.25 to cover the filing fee, the registered agent designation, a certified copy and the certificate of status. Please let me know if anything else is needed.

Sincerely,

RICHARD T. JONES, P.A.

Elizabeth F. Hodge

Elizabeth F. Hodge

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**ARTICLES OF ORGANIZATION OF
UNIVERSITY CENTRE MEDICAL TOWERS, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge and file the following Articles of Organization.

**ARTICLE I
NAME**

The name of the limited liability company shall be UNIVERSITY CENTRE MEDICAL TOWERS, L.L.C. "Company".

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the company shall be 1535 S.W. Archer Road, Gainesville, Florida 32608.

**ARTICLE III
DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the State of Florida is Anthony Liuzzo, 1535 S.W. Archer Road, Gainesville, Florida 32608.

**ARTICLE V
CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property set forth in exhibit "A".

ARTICLE VI
ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except through unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members.

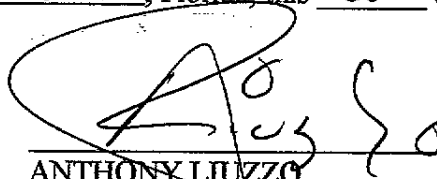
ARTICLE VII
TERMINATION OF EXISTENCE

The company shall be dissolved on the occurrence of any event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

ARTICLE VIII
MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the managing member of the company is: Anthony Liuzzo, 1535 S.W. Archer Road, Gainesville, Florida 32608.

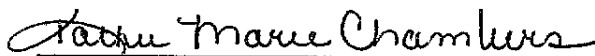
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Incorporation at Gainesville, Florida, this 30th day of December, 1998.



ANTHONY LIUZZO

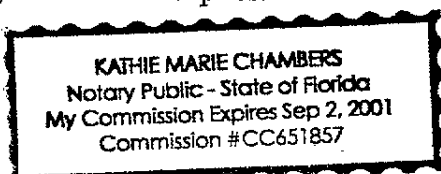
STATE OF FLORIDA
COUNTY OF

SWORN TO AND SUBSCRIBED to me before me, this 30th day of December, 1998, personally known to me and by me, or who produced _____ as identification.



NOTARY PUBLIC,
State of Florida at Large

My commission expires:



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, 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 corporation is:

UNIVERSITY CENTRE MEDICAL TOWERS, L.L.C.

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

Anthony Liuzzo
1535 S.W. Archer Road
Gainesville, Florida 32608

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS. FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERD 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.

By: 

ANTHONY LIUZZO
Registered Agent

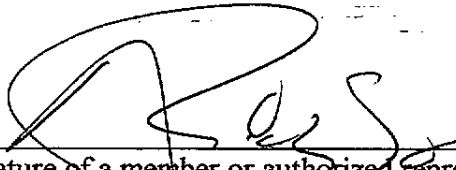
AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS
OF
UNIVERSITY CENTRE MEDICAL TOWERS, L.L.C.

The undersigned member or authorized representative of the member of University Centre Medical Towers, L.L.C. deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the member is \$100,000.
3. There is no property other than cash to be contributed by the members.
4. The amount of cash or property anticipated to be contributed by members is \$100,000.
5. The total amount of 2, 3 and 4 is \$100,000.

Affiant, saight naught.

Dated, this 30th day of December, 1998.



Signature of a member or authorized representative of a member. (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).

Kathie Marie Chambers
Notary Public - State of Florida

