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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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Account Number : 105256001620

Phone

: (608)251-6600

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LIMITED LIABILITY COMPANY

HealthWatch Products, LLC

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ARTICLES OF ORGANIZATION OF HealthWatch Products, LLC

ARTICLE I

NAME

The name of the limited liability company shall be: HealthWatch Products, LLC

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this Limited Liability Company shall be: PO Box 5242, Hudson, PL 34674

ARTICLE III

INITIAL REGISTERED AGENT & STREET ADDRESS

The name and address of the initial registered agent is: Business Filings Incorporated, 1186 Ocean Shore Blvd, Suite 195, Ormond Beach, FL 32176

ARTICLE IV

DURATION

The duration for the limited liability company shall be: 12/31/2047.

ARTICLE V

MEMBERS

The management of the limited liability company is reserved for the members and names and addresses of the members of the Limited Liability Company are:

Advocate Marketing Company, 9438 US Hwy 19 North, Suite 153, Pt. Richey, Fl 34668 Duncan E. Dodds, 1770 St. James Place, Suite 360, Houston, TX 77056

Prepared by Richard Oster, 214 North Henry Street, Suite 201, Madison, WI 53703. (608) 251-6600.

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\$<u>40</u>000

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Health Watch Products, LLC deposes and says:

4) the amount of cash or property anticipated to be contributed by members is

1) the above named limited liability company has at least two members.

2) the total amount of cash contributed by the members are:

\$ 0

3) if any, the agreed value of property other than each contributed by members is: \$ 0

A description of the property is attached and made a part hereto

5) the total amounts of 2,3 and 4 is \$40,000

Duncan E. Dodds, Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED 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.

The name of the limited liability company is: HealthWatch Products, LLC

The name and address of the registered agent and office is: 1186 Ocean Shore Blvd, Suite 195, Ormond Beach, FL 32176

Having 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 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.

Signature: Richard Oster, Vice-President

Richard Oster, Vice-President Business Filings Incorporated Date: 1/14/99