

**CORPORATE ACCESS INC.**  
23 East 6th Avenue Tallahassee, Florida 32303  
P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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X **CERTIFIED COPY** \_\_\_\_\_ **CUS** \_\_\_\_\_

**PHOTO COPY** \_\_\_\_\_ X **FILING** LLC

1.) Florida Prostate Systems, LLC.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

**SPECIAL INSTRUCTIONS** \_\_\_\_\_

L99-1475

Name	<u>923-17</u>
Availability	<u>923-17</u>
Document	<u>923-17</u>
Examiner	<u>923-17</u>
Updater	<u>923-17</u>
Verifier	<u>923-17</u>
Acknowledgment	<u>923-17</u>
W. P. Verifier	<u>923-17</u>

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"When you need ACCESS to the world"  
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**Articles of Organization  
of  
FLORIDA PROSTATE SYSTEMS, L.L.C.**

The undersigned member hereby forms a limited liability company under the laws of the State of Florida:

**ARTICLE I. COMPANY NAME**

The name of this Company is:

Florida Prostate Systems, L.L.C.

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

The term of existence of the Company shall be for a period of fifty (50) years from the filing date of these Articles of Organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The mailing address of this Company is:

67 East 11th Street  
Suite #318  
New York, NY 10003

**ARTICLE IV. STREET ADDRESS OF COMPANY**

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

67 East 11th Street  
Suite #318  
New York, NY 10003

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**ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT ADDRESS**

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

KTG&S Registered Agent Corporation  
100 S.E. 2nd Street  
28th Floor  
Miami, Florida 33131

**ARTICLE VI. MEMBERS**

The managers, by majority vote, shall be entitled to admit additional members. Any new member shall become a member upon payment of their contribution to the capital of the Company, and upon such member's agreement to comply with Articles of Organization, Regulations and Operating Agreement of the Company then in existence.

**ARTICLE VII. DISSOLUTION OF COMPANY**

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 managers, by majority vote, consent to continue the Company.

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**ARTICLE VIII. MANAGERS**

The Company shall be managed by managers. The name and address of the initial manager is set forth below. The initial manager shall serve as the manager until the first annual meeting of members or until his successor is elected and qualified.


Todd Farha  
67 East 11th Street  
Suite #318  
New York, NY 10003

**ARTICLE IX. 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 and Operating Agreement then in existence.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization as of the 10 day of March, 1999.

MEMBER:

  
Todd Farha

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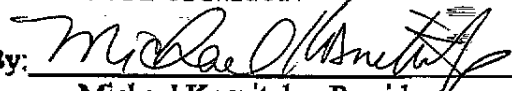
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**CERTIFICATE ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Statutes:

Having been appointed registered agent of FLORIDA PROSTATE SYSTEMS, L.L.C., in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

**KTG&S REGISTERED AGENT  
CORPORATION**

By:   
Michael Kosnitzky, President

Dated: March 15 1999

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Pursuant to F.S. 608.408(3), the undersigned member of FLORIDA PROSTATE SYSTEMS, L.L.C., a Florida limited liability company, herein referred to as the "Company", who, upon being duly sworn, certifies the following:

1. The Company has at least one member.
2. The total amount of cash contributed by the members is \$5,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$0.00.
4. The total amount of cash or property anticipated to be contributed by the members is \$5,000.00. This total includes amounts from 2 and 3 above.

**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.

Dated: March 10, 1999

  
Todd Farha, Member

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