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Physician Solutions LLC

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AMENDMENTS	
	Amendment
	Resignation of R.A. Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
<input checked="" type="checkbox"/>	Other LLC

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DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION
OF
PHYSICIAN SOLUTIONS, L.L.C.**

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TALLAHASSEE, FLORIDA

The undersigned hereby certifies that the Members named herein have associated together for the purpose of becoming a Limited Liability Company under Florida Statutes Chapters 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

**ARTICLE I.
NAME**

The name of the Limited Liability Company shall be Physician Solutions, L.L.C.

**ARTICLE II.
DURATION; EFFECTIVE DATE**

This Limited Liability Company shall exist perpetually, commencing as of the date on which these Articles of Organization are filed with the State of Florida Department of State.

**ARTICLE III.
ADDRESS; PRINCIPAL OFFICE**

The mailing address of the Limited Liability Company and the street address of the principal office Limited Liability Company is 390 Pinellas Bayway, Unit F, Tierre Verde, FL 33715.

**ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Limited Liability Company is 390 Pinellas Bayway, Unit F, Tierre Verde, FL 33715, and the name of its initial registered agent at such address is David L. Bailey.

**ARTICLE V.
PURPOSE**

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE VI.
RESTRICTIONS ON TRANSFER OF MEMBERSHIP;
RIGHT TO ADMIT ADDITIONAL MEMBERS

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with the written consent of a majority of the members of the Limited Liability Company and must be otherwise in accordance with the Regulations of this Limited Liability Company.

Admission of new members requires the vote of a majority of the members of the Limited Liability Company. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company in accordance with the Regulations.

The ownership interests and voting interests of the members shall be determined in accordance with the Regulations.

ARTICLE VII.
CONTINUATION

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business upon affirmative vote of a majority of the remaining members.

ARTICLE VIII.
MANAGEMENT

Management of the Limited Liability Company is reserved to its members in accordance with the Regulations of the Limited Liability Company. The names and addresses of the Members are as follows:

David L. Bailey
390 Pinellas Bayway, Unit F
Tierre Verde, FL 33715

ARTICLE IX.
REGULATIONS

The members of the Limited Liability Company shall have the power to adopt, alter, amend, or repeal initial Regulations which may contain any provisions for the regulation and management of the

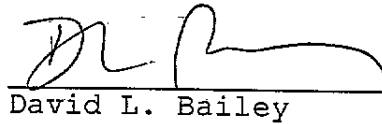
affairs of the Limited Liability Company that are not inconsistent with applicable law or these Articles of Organization.

**ARTICLE X.
AMENDMENT**

These Articles of Organization may be amended by a vote of a majority of the members.

The undersigned, being the sole member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of Physician Solutions, L.L.C.

Executed by the undersigned on April 16, 1999.

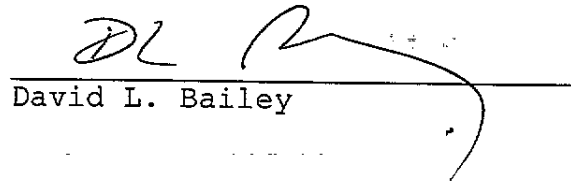

David L. Bailey

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the Physician Solutions, L.L.C. and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 16 day of April, 1999.


David L. Bailey

135114

AFFIDAVIT OF
LIMITED LIABILITY COMPANY
MEMBER CONTRIBUTIONS

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TALLAHASSEE, FLORIDA

The undersigned, constituting a Member of Physician Solutions L.L.C., a Florida Limited Liability Company (the "Limited Liability Company"), states and certifies as follows:

1. The Limited Liability Company has one (1) Member, as identified in Article VIII of the Articles of Organization of even date herewith.

2. The amount of cash capital contributions to the Limited Liability Company made by the Members, in the aggregate, is One Hundred Dollars (\$100.00).

3. No property other than cash has been contributed by the Members.

4. The amount of additional cash capital contributions anticipated to be contributed by the members is ZERO.

5. It is not anticipated that any property other than cash shall be contributed by the members.

6. Therefore, the total contributions by the members is One Hundred Dollars (\$100.00).

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 this 16 day of April, 1999.



David L. Bailey, Member