

JAY WOLFSON
ATTORNEY AND COUNSELOR AT LAW, P.A.
804 EVENING SIDE COURT, TAMPA, FLORIDA 33613
813-224-2250 FAX 813-963-0701

L990000003447

20 May 1999

Katherine Harris
Secretary of State
Florida Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/24/99--01120--006
****337.50 ****337.50

Dear Secretary Harris:

I am forwarding the attached corporate documents and fees to you.

We are filing to incorporate a new Florida Limited Liability Corporation, to be called
Excel Dermatology and Cosmetic Surgery, LLC

Attached, please find Articles of Organization for the new corporation, and the filing fee
of \$337.50, which includes the fee the registered agent and for a Certified Copy.

Should you have any questions, please contact me directly. Thank you for your
assistance in this matter.

Sincerely,

Jay Wolfson

L99-3447

Name	OR 10-15
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

FILED
99 JUN 14 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 25, 1999

JAY WOLFSON
804 EVENINGSIDE COURT
TAMPA, FL 33613

SUBJECT: EXCEL DERMATOLOGY AND COSMETIC SURGERY, LLC
Ref. Number: W99000012203

We have received your document for EXCEL DERMATOLOGY AND COSMETIC SURGERY, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

The registered agent must sign accepting the designation.

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 199A00028854

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09 JUN 14 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 2, 1999

JAY WOLFSON
804 EVENINGSIDE COURT
TAMPA, FL 33613

SUBJECT: EXCEL DERMATOLOGY AND COSMETIC SURGERY, LLC
Ref. Number: W99000012203

We have received your document for EXCEL DERMATOLOGY AND COSMETIC SURGERY, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 399A00030042

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JAY WOLFSON, DRPH, JD
ATTORNEY AND COUNSELOR AT LAW, P.A.
804 EVENINGSIDE COURT, TAMPA, FLORIDA 33613
813-265-2250 FAX 813-963-0791

9 June 1999

Florida Department of State
Division of Corporations
ATTENTION: MS. TAMMI CLINE
409 Gaines Street
Tallahassee, Florida

Dear Ms. Cline:

Thank you for your assistance over the phone.

Attached, please find a revised set of pages for the Articles of Organization for Excel Dermatology and Cosmetic Surgery, LLC.

We have made the following changes, all of which appear on Page 1:

We have added a mailing address as well as the street address;

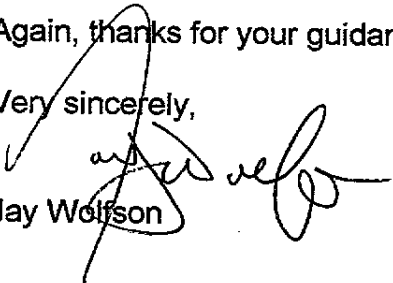
We have specified how new members may be admitted to the Corporation.

I believe that you do have a signed and notarized version. I trust that the attached page will be appropriate. Please do call me at 813-265-2250 if there are any other problems.

Again, thanks for your guidance and assistance,

Very sincerely,

Jay Wolfson



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
EXCEL DERMATOLOGY AND COSMETIC SURGERY, LLC**

The undersigned hereby executes and acknowledges the following Articles of Organization for the purpose of forming a limited liability company (the "Company") under the laws of Florida, Chapter 608, Florida Statutes.

Article I. Name of LLC

The name of the limited liability company is Excel Dermatology and Cosmetic Surgery, LLC, hereinafter, "Company" or "The Company".

Article II. Street Address of LLC

The street address of the Company's principal office in Florida is 8680 Burning Tree Circle, Largo, Florida 33777.

Article III. Mailing Address

The mailing address of the Company is 8680 Burning Tree Circle, Largo, Florida, 33777

Article IV. Registered Agent and Registered Office of LLC

The name of the registered agent is Jay Wolfson, and the street address of the registered agent is 804 Eveningside Court, Tampa, Florida 33613. The Registered Agent is an individual resident of Florida. The Company may elect to change its registered agent or its registered office, or both, by filing with the Department of State of Florida, in compliance with Florida Statutes.

Article V. Name and Address of Each Organizer

The name and business address of each organizer is:

Jay Wolfson, Esq.
804 Eveningside Court
Tampa, Florida 33613

Article VI. Date of Dissolution; Term

The period of duration of The Company is perpetual.

Article VII. Form of Management

The management of The Company shall be vested in the members. The names and street addresses of the members are:

Virginia Schekorra, D.O., P.A.	8680 Burning Tree Circle, Largo, Florida 33777
Dari Ann Ungaretti, D.O.	8580 Burning Tree Circle, Largo, Florida 33777
Mark B. Deem, D.O., P.A.	1180 Gulf Blvd., #1206, Clearwater, Florida 33767

New members may be admitted to the Company by a two thirds (2/3) vote of the members of the Company, and in accordance with the terms and conditions of the operating agreement of the Company. Contributions of new members shall be in accordance with the terms and conditions of the operating agreement of the Company. A member's interest in the Company may not be sold or otherwise transferred without the written consent of the members, or in accordance with the terms and conditions of the operating agreement. Members may be required to make additional contributions to the capital of the company.

Article VIII. Purpose

The Company has been formed for the following purposes: To provide health care and medical services, and to conduct or promote any lawful business or purpose permitted by the laws of Florida. The foregoing shall be construed as objects, purposes and powers, and enumeration thereof shall not be held to limit or restrict in any manner the powers hereafter conferred on this limited liability company by the laws of the State of Florida.

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TALLAHASSEE, FLORIDA

Article IX. Right To Continue Business

In the event of 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 Company, the business activities of The Company shall not cease, and the Company shall not be dissolved except by the unanimous consent of the remaining members, or as provided in the terms of the Company's operating agreement.

Article X. Treatment as Corporation

The Company is intended to be treated as a corporation for purposes of federal income taxation.

Article XI. Certificate of Membership; Transferability of Certificate

A member's interest in The Company may be evidenced by a certificate of membership interest signed by the President and Secretary of The Company, which may be assigned or transferred only according to the limitations established in the Company's operating agreement.

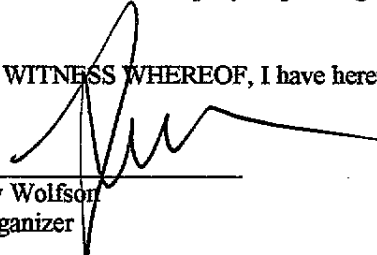
Article XII. Operating Agreement

The members of the Company may adopt an operating agreement that sets for the regulations concerning management and other affairs of the Company, provided that such operating agreement shall not be inconsistent with these Articles of Organization nor with the laws of the State of Florida. The terms of the operating agreement may be repealed or altered only in the manner prescribed therein, consistent with the laws of the State of Florida.

Article XIII. Acknowledgement

The members of the Company, through their undersigned, authorized organizer representative do hereby certify that the foregoing constitutes the proposed Articles of Organization of Excel Dermatology and Cosmetic Surgery, LLC. These Articles of Organization may be amended from time to time by consent of the members holding a majority of the voting interests of the Company, or otherwise in the manner prescribed in the company's operating agreement, consistent with the laws of the State of Florida.

IN WITNESS WHEREOF, I have hereunto set my hand on 11 June 1999



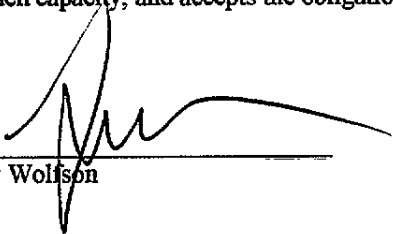
Jay Wolfson
Organizer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Acceptance by Registered Agent

Having been appointed the registered agent of Excel Dermatology and Cosmetic Surgery, LLC, the undersigned accepts such appointment, agrees to act in such capacity, and accepts the obligations proposed by the provisions of Florida Statutes.

Executed this 11 day of June 1999.


Jay Wolfson

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared JAY WOLFSON, ("Affiant") who, after being duly sworn, deposes and says the following:

1. Affiant is the duly authorized organizer and representative of Excel Dermatology and Cosmetic Surgery, LLC
2. Excel Dermatology and Cosmetic Surgery, LLC has at least one member.
3. The amount of cash and a description and agreed value of the property other than cash contributed by the members and the amount to be contributed by members is set forth below:

INITIAL CAPITAL CONTRIBUTIONS

The total amount of cash and the agreed value of property other than cash initially contributed to the limited liability company is as follows:

<u>Type of Property</u>	<u>Total Agreed Value</u>
Cash	\$5,000

ADDITIONAL CONTRIBUTIONS

No additional contributions of property to the limited liability company are agreed to at this time. Additional contributions, if any, will be made by members in accordance with the operating agreement of the Company adopted by the members.

4. Affiant has examined this certification and to the best of Affiant's knowledge and belief it is true, correct and complete.



Jay Wolfson

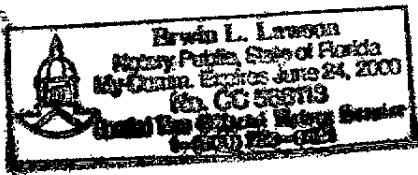
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COUNTY OF HILLSBOROUGH
STATE OF FLORIDA

The foregoing instrument was acknowledged before me this 11 day of June 1999, by Jay Wolfson, who is personally known to me or produced FDL as identification and did take an oath.

Brian L. Lawson
Notary Public

Seal



Commission Number CC 566113
My Commission Expires 6/24/2000

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99 JUN 14 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA