

L990000007027

Quentin D. Tyson  
1486 Racquet Court  
North Lauderdale, Florida 33068  
September 15, 1999

The Honorable Kathrine Harris  
Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32399

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-10/13/99--01058--002

\*\*\*\*250.00 \*\*\*\*250.00

125.00

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\*\*\*\*\*50.00 \*\*\*\*\*50.00

Dear Kathrine Harris:

We desire to form a Limited Liability Company under the Limited Liability Law of the State of Florida. Enclosed is a copy of the Articles of Organization to form APEX MEDICAL BILLING SYSTEMS, L.L.C. which includes the required Affidavit of Membership Contributions and a Certificate of Designation of Registered Agent/Office. Also, enclosed are two (2) checks to be applied as follows: \$250.00 Filing Fee for Articles and Affidavit and \$35.00 Filing Fee for Designation of Registered Agent. Please review and process our petition and/or inform us if there is anything else you require of us at this time.

Please contact me at the above address if you have any questions or need additional information. I can also be contacted by phone at (954)593-4458 or (954)726-6203.

Sincerely,

  
Quentin D. Tyson

Enclosures: Checks \$250.00 #209  
\$35.00 #210  
50.00 40

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W99-23819

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

October 15, 1999

QUENTIN D. TYSON  
1486 RACQUET COURT  
NORTH LAUDERDALE, FL 33068

SUBJECT: APEX MEDICAL BILLING SYSTEMS, L.L.C.  
Ref. Number: W99000023819

We have received your document for APEX MEDICAL BILLING SYSTEMS, L.L.C. and your check(s) totaling \$300.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The enclosed document(s) does/do not meet our filing requirements. Therefore, we are enclosing our appropriate form(s) and/or instructions.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please complete and sign the enclosed application for refund, and return it to my personal and confidential attention at the address below.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 899A00049886

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**ARTICLES OF ORGANIZATION FOR APEX MEDICAL BILLING SYSTEMS, L.L.C.  
A LIMITED LIABILITY COMPANY**

KNOW ALL MEN BY THESE PRESENTS: That the undersigned, desiring to form a limited liability company for the purpose of engaging in any lawful act or activity for which companies may be organized under the Limited Liability Law of the state of Florida, do hereby sign, verify and deliver to the Secretary of State of the State of Florida this Articles of Organization.

**ARTICLE I  
Name**

The name of the limited liability Company shall be Apex Medical Billing Systems, L.L.C., a limited liability company.

**ARTICLE II  
Office Address**

The mailing address and street address of the principal place of business of the Company shall be:

<u>Mailing Address</u>		<u>Street Address</u>
PMB #289		2700 West Atlantic Boulevard
3474 North University Drive	and	Suite #200-33
Sunrise, Florida 33351		Pompano Beach, Florida 33069

**ARTICLE III  
Period of Duration**

The Company shall exist perpetually from and after the date the Florida Secretary of State issues a Certificate of Formation, unless dissolved according to law.

**ARTICLE IV  
Managers**

The Company shall be managed by three (3) managers, who's duties shall be as specified by the Company's Limited Liability Company Agreement. The initial titles and names are as follows:

Executive Director - Quentin D. Tyson  
1846 Racquet Court  
North Lauderdale, Florida 33068

Finance Director- Mariquita A. Tyson  
1846 Racquet Court  
North Lauderdale, Florida 33068

Operations Director- Edmundo Capuno  
6740 NW 45<sup>th</sup> St  
Lauderhill, Florida 33319

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**ARTICLE V**  
**Admission of Additional Members**

The existing members shall have the right to admit additional members to the Company upon such terms and conditions as the existing and additional members shall jointly agree at their sole discretion. Any member who is subsequently admitted as a member of the Company shall have all the rights and obligations of a member under the "Limited Liability Company agreement."

**ARTICLE VI**  
**Continuation of Business**

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of membership of a member in the Company, the remaining members of the Company shall have members, based on their relative contributions as set forth in ARTICLE V hereof, agree to continue the business of the Company. The remaining members must agree within ninety (90) days from the date of such event whether to continue the business of the Company. In the event the remaining members fail to continue the business of the Company within such ninety- (90) day period, the Company shall be dissolved and liquidated.

The Initial managers of the Company shall serve in such capacity pursuant to the Limited Liability Company Agreement until the first meeting of members or until his/her successor is elected and qualified. At the first annual meeting, and at each annual meeting thereafter, the members shall elect managers in the manner prescribed by the Limited Liability Company Agreement and they shall serve pursuant to the terms of said Limited Liability Company Agreement.

**ARTICLE VII**  
**Limited Liability Company Agreement**

The regulation of the internal affairs of the Company is more particularly set forth in the Limited Liability Company Agreement.

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**ARTICLE IX**  
**Additional Contributions**

Unless all members agree in writing, no member shall have any obligation to make any additional contributions to the Company.


**ARTICLE X**  
**Transferability of Interests**

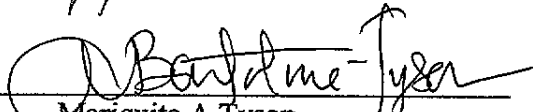
No interest in the Company may be transferred except as specifically set forth in the Limited Liability Company Agreement.

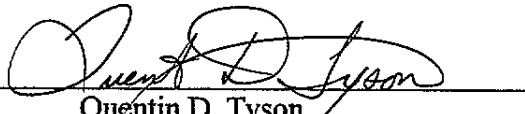
**ARTICLE XI**  
**Amendments and Revisions**

These Articles of Organization may be modified revised or amended, if the modification(s), revision(s), or amendment(s) is/are made in writing and signed by all members.

Dated this 1<sup>st</sup> day of September, 1999

  
\_\_\_\_\_  
Edmundo Capuno

  
\_\_\_\_\_  
Mariquita A. Tyson

  
\_\_\_\_\_  
Quentin D. Tyson

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TALLAHASSEE, FLORIDA

**ARTICLE XII**  
**Registered Agent, Registered Office, & Registered Agent's Signature:**

The name and the Florida street address of the registered agent are:

\_\_\_\_\_  
Quentin D. Tyson  
NAME

\_\_\_\_\_  
2700 W. Atlantic Blvd. Suite #200-33  
Florida street address (P. O. Box NOT ACCEPTABLE)

\_\_\_\_\_  
Pompano Beach, Florida 33069  
CITY, STATE AND ZIP

*Having been named as registered agent and to accept service of process for the above stated limited liability company 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.*

  
\_\_\_\_\_  
Registered Agents Signature

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