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* BOARD CERTIFIED IN REAL ESTATE
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Via FedEx

October 18, 1999

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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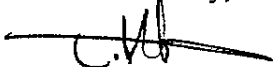
Re: Medical Billing Services Holdings, L.L.C.

To Whom It May Concern:

Enclosed are an original and one copy of Articles of Organization for the above-captioned limited liability company. Also enclosed is a check in the amount of \$155.00 to cover the filing fee, registered agent designation fee and the certified copy fee. Please send to me a certified copy of the filed Articles of Organization.

If you have any questions, please do not hesitate to call me.

Sincerely,



L.M. Ploucha

LMP:sy
Enclosures

FILED
99 OCT 19 AM 8:45
TALLAHASSEE, FLORIDA

LC

ARTICLES OF ORGANIZATION

OF

MEDICAL BILLING SERVICES HOLDINGS, L.L.C.

ARTICLE I

NAME OF COMPANY

The name of this limited liability company shall be: MEDICAL BILLING SERVICES HOLDINGS, L.L.C. (the "Company").

ARTICLE II

ADDRESS

The mailing and street address of the Company's principal office is:

7811 S.W. 88th Terrace
Miami, Florida 33156

ARTICLE III

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Company's initial Registered Agent and Registered Office in the State of Florida shall be:

L.M. PLOUCHA, ESQUIRE
c/o Atkinson, Diner, Stone,
Mankuta & Ploucha, P.A.
1946 Tyler Street
Hollywood, Florida 33020

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV

MANAGEMENT OF THE COMPANY

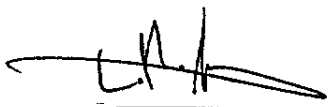
The Company is to be a manager-managed company. The names and addresses of the managing members are:

S. HOWARD WITTELS
7811 S.W. 88th Terrace
Miami, Florida 33156

PAUL A. VIGNOLA
203 Bal Bay Drive
Bal Harbour, Florida 33154

THE UNDERSIGNED, the authorized representative of the members of the Company, for the purpose of forming a limited liability company to do business within the State of Florida, does make and file these Articles of Organization, hereby declaring and certifying that the facts stated are true.

Dated: October 18, 1999



L.M. PLOUCHA

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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

The undersigned hereby accepts the foregoing designation as initial Registered Agent, is familiar with, accepts and agrees to comply with the provisions of law applicable to said designation.


L.M. PLOUCHA