



THE UNITED STATES  
CORPORATION  
COMPANY

99000007725

ACCOUNT NO. : 072100000032

REFERENCE : 479775 4323655

AUTHORIZATION :

*Patricia Pizant*

COST LIMIT : \$ 125.00

ORDER DATE : November 12, 1999

ORDER TIME : 11:42 AM

ORDER NO. : 479775-005

600003042696-3

CUSTOMER NO: 4323655

CUSTOMER: Jozette V. Chack-on, Esq  
ANNIS MITCHELL COCKEY EDWARDS  
ANNIS MITCHELL COCKEY EDWARDS  
Post Office Box 3433

Tampa, FL 33601

DOMESTIC FILING

NAME: SARASOTA HEALTHCARE ADVISORS,  
LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS: \_\_\_\_\_

SECRETARY OF DIVISION OF STATE  
TALLAHASSEE FLORIDA  
TALLAHASSEE, FLORIDA

99 NOV 12 PM 3:59 99 NOV 12 PM 12:12

FILED RECEIVED

*11/12*

**ARTICLES OF ORGANIZATION  
OF  
SARASOTA HEALTHCARE ADVISORS, LLC**

1. Name. The name of this limited liability company is SARASOTA HEALTHCARE ADVISORS, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles of Organization with the Florida Department of State.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is NHC South Florida Regional Office, 701 North Wilder Road, Plant City, Florida 33566.

5. Registered Agent and Office. The name of the initial registered agent of the Company is John H. Rains, III. The street address of the initial registered agent of the Company is 201 North Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Management of the Company. The management of the Company is reserved to the members and shall be managed in accordance with the Operating Agreement adopted by all of the members.

7. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization effective as of

11/11

SOLE MEMBER:

NHC/OP, L.P., a Delaware limited partnership

By: NHC/Delaware, Inc.,  
a Delaware corporation,  
*Its General Partner*

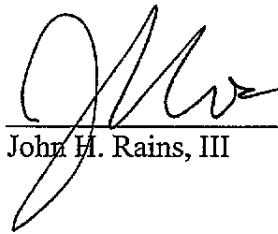
By: Richard F. LaRoche, Jr.  
Richard F. LaRoche, Jr.  
Vice President

99 NOV 12 PM 3:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

## ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



John H. Rains, III

Dated: 8 Nov., 1999

3405-003-686741v1

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA