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November 11, 1999

Florida Department of State  
Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Fl. 32399

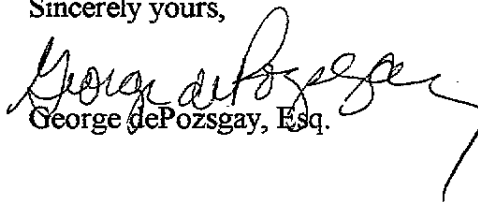
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\*\*\*\*130.00 \*\*\*\*130.00

Ladies/Gentlemen:

Enclosed are Articles of Organization (original and one copy) for Everest Medical, L.C., along with check for \$130.00 which includes \$100.00 filing fee, \$25.00 Designation of Registered Agent and \$5.00 Certificate of Status.

Please file the Articles and return a stamped copy in the FEDEX envelope provided.

Sincerely yours,

  
George dePozsgay, Esq.

Encl.

AL

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



**ARTICLES OF ORGANIZATION OF FLORIDA LIMITED LIABILITY COMPANY**

**EVEREST MEDICAL L.C.**

**ARTICLE I: NAME**

The name of the Limited Liability Company is EVEREST MEDICAL L.C.

**ARTICLE II: ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 2585 N.W. 74th Avenue, Miami, Florida, 33122.

**ARTICLE III: REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED**

**AGENT'S SIGNATURE**

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

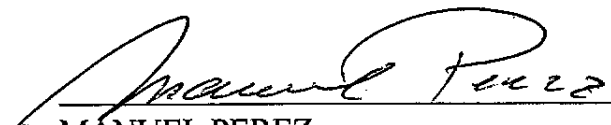
GEORGE dePOZSGAY, ESQ.  
2950 S.W. 27th Avenue, Suite 210  
Miami, Florida 33133

*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 as provided for in Chapter 608, F.S.*

  
Registered Agent's Signature.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by one manager or more managers and is, therefore a manager-managed company.

  
MANUEL PEREZ  
Signature of a member or an authorized  
representative of a member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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