

L990000008202

TRANSMITTAL LETTER

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

9000003052979--7
-11/23/99--01048--003
****125.00 ****125.00

SUBJECT: INTERMED, L.L.C.

Enclosed are two originals of the Articles of Organization and a check for \$125.00, representing Filing Fee for Articles of Organization and for Designation of Registered Agent.

FROM: Kalina Sarmov, Esq.
13911 Lakeshore Boulevard, Suite J
Hudson, Florida 34667
(727) 868-8640

FILED
99 NOV 23 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-30-99

**ARTICLES OF ORGANIZATION
OF
INTERMED, L.L.C.**

The undersigned certify that we have associated ourselves together for the purpose of becoming a Limited Liability Company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles of Organization shall serve as the Charter and authority to conduct business as a Limited Liability Company.

**ARTICLE ONE
NAME**

The name of the Limited Liability Company shall be INTERMED, L.L.C.

**ARTICLE TWO
DURATION AND EFFECTIVE DATE**

This Limited Liability Company shall exist for a period commencing as of the date on which these Articles of Organization are filed with the Florida Department of State and until November 15, 2029, or until dissolved in a manner provided by law, or as provided in the Operating Agreement adopted by the Members.

**ARTICLE THREE
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business of the Limited Liability Company shall be at 2912 W. Waters Avenue, Tampa Florida 33614 , but it shall have the power and authority to establish branch offices at any other place or places as the Members may designate. The mailing address of the Limited Liability Company is the same as the principal place of business herein designated.

**ARTICLE FOUR
REGISTERED AGENT AND OFFICE**

The name of the Registered Agent of INTERMED, L.L.C., is MARTIN REVELLO and his office is located at 2912 W. Waters Avenue, Tampa, Florida 33614.

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ARTICLE FIVE PURPOSES AND POWERS

In addition to the powers authorized by the Florida Limited Liability Company Act, the general nature of the business or businesses to be transacted, and which the Limited Liability Company is authorized to transact, shall be as follows:

1. To engage in the practice of medicine as a Limited Liability Company and to own and operate medical clinics for the purpose of providing medical care and treatment.
2. To promote medical, surgical, and scientific research and knowledge; to furnish related laboratory and clinical services; to own real and personal property; and engage in any lawful business necessary for the rendering of professional medical services;
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this Limited Liability Company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired;
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or with any domestic or foreign state, government, or governmental authority, and to perform and carry out, assign, cancel, or rescind any of such contracts;
5. To exercise all or any of the Limited Liability Company powers, and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual or other entity, and in this capacity develop, improve, stabilize, strengthen, or extend the property and commercial interest of the Company; to aid, and participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of the limited liability companies for profit.
6. To do everything necessary, proper, or convenient to accomplish any of the purposes

set forth in these Articles, either alone or in association with others incidental or pertaining to, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida, or with the provisions of these Articles of Organization.

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE SIX EXERCISE OF POWERS

All powers of the Limited Liability Company shall be exercised by or under the authority of the Founding Members of this Limited Liability Company.

ARTICLE SEVEN MANAGEMENT

Management of this Limited Liability Company is reserved to its Founding Members to be enumerated in the Limited Liability Company's Operating Agreement.

ARTICLE EIGHT MEMBERSHIP RESTRICTIONS

The Founding Members shall have the right to admit new members by unanimous consent. Contributions required by new members shall be determined as of the time of admission to the limited liability company.

A Member's interest in the company may not be sold or otherwise transferred except with unanimous consent of all Founding Members.

ARTICLE NINE CONTINUATION

On 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 Limited Liability Company, the Remaining Founding Members shall have the right to continue the business upon unanimous consent.


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**ARTICLE TEN
AMENDMENT**

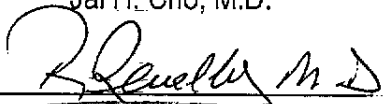
These Articles of Organization may be amended by unanimous consent of the Founding Members.

The undersigned, hereby certify that the foregoing constitutes the Articles of Organization of INTERMED, L.L.C.

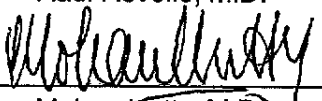
Executed by the undersigned on this 16 day of November, 1999.



Jai H. Cho, M.D.



Raul Revello, M.D.



Mohan Kutty, M.D.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**STATEMENT DESIGNATING REGISTERED AGENT/REGISTERED OFFICE
ACKNOWLEDGMENT OF REGISTERED AGENT**

Pursuant to the provisions of Section 608.415, and Section 608.407 (1) (c) of the Florida Limited Liability Company Act, Florida Statutes ch. 608 (1999), the Limited Liability Company identified below submits the following statement in designating its Registered Agent in the State of Florida:

The name of the Limited Liability Company is INTERMED, L.L.C.

The name of the Registered Agent of INTERMED, L.L.C., is MARTIN REVELLO.

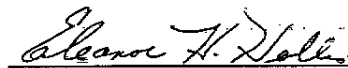
The street address of the registered office is 2912 W. Waters Avenue, Tampa, Florida 33614.

This statement is to acknowledge that, as indicated above, INTERMED, L.L.C. has appointed me, MARTIN REVELLO, as its Registered Agent to accept service of process for the company at the company's principal office designated in the Articles of Organization. I accept this appointment as a 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 a Registered Agent.

Dated this 18th day of November, 1999.


Martin Revello

The foregoing instrument was acknowledged before me this 18th day of November, 1999, by MARTIN REVELLO, on behalf of INTERMED, L.L.C., a Florida Limited Liability Company. He is personally known to me or has produced R140-576-64469-0 as identification. *Fla. Drivers License*


Notary Public



Eleanor H. Hollis
Commission # CC868488
Expires Oct. 23, 2003

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TALLAHASSEE
FLORIDA