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FLORIDA DEPARTMENT OF STATE
REGISTRATION SECTION
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

ENCLOSED:

1. APPLICATION
2. AFFIDAVIT
3. DESIGNATION OF REGISTERED AGENT
4. CERTIFICATE OF EXISTENCE
5. CHECK \$35.00 REGISTERED AGENT
\$250.00 APPLICATION AND AFFIDAVIT
\$285.00

PLEASE NOTE MAILING ADDRESS ON APPLICATION IS DIFFERENT THAN
BUSINESS ADDRESS.

CONTACT:
ALAN LONGWELL
941-925-3490

5403 Ashton Ct.
Sarasota, FL 34233

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-09/10/98-01035--002
****285.00 ****285.00

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DIVISION OF CORPORATIONS
98 SEP 10 AM 10:17

Name	MCH
Availability	MCH
Document Examiner	MCH
Updater	MCH
Updater Verifier	MCH
Acknowledgement	MCH
v. P. Verifier	MCH

9-14-1998 9:47PM

FROM HORIZON MEDICAL GRP. 941 925 4914

P. 1

ALL: Michelle

COMPANY RESOLUTION
HORIZON TWO, LLC

WE HEREBY ADOPT THE NAME "HORIZON TWO OF BRADENTON, LLC" AS
OUR NAME FOR DOING BUSINESS IN FLORIDA.



MARTIN J. KERN
MANAGING PARTNER

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850-410-1015

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:

1. HORIZON TWO LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. DELAWARE 3. 65-0861079
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. August 27, 1998 5. PERPETUAL
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")
6. 12-15-98
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 317.155, F.S.))
7. Location / 6220 MANATEE Ave. West Mailing / 5403 Ashton CT
BRADENTON, FL 34229 SARASOTA FL 34233
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:

TITLE:

NAME & ADDRESS:

TITLE:

MARTY KERN

MGRM

5403 Ashton CT

SARASOTA, FL 34233

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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HORIZON TWO, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE EIGHTH DAY OF SEPTEMBER, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HORIZON TWO, LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF AUGUST, A.D. 1998.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

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DIVISION OF CORPORATIONS
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Edward J. Freel, Secretary of State

AUTHENTICATION:

9290301

DATE:

09-08-98

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

HORIZON TWO, LLC

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

ALAN G. LONGWELL
(Name)

5403 ASHTON CT
Florida street address (P.O. Box NOT ACCEPTABLE)

SARASOTA FL 34233
City/State/Zip

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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.

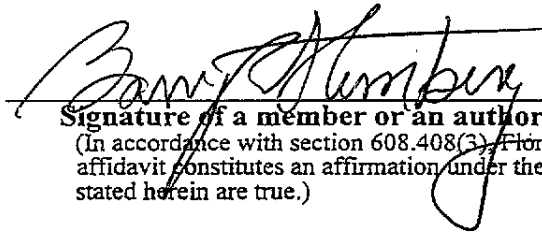
Alan Longwell
(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of _____
HORIZON TWO, LLC certifies:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 1,755,000.
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ NONE;
(A description of the property is attached and made a part hereto.)
and
- 4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is \$ 1,755,000.
(This total includes amounts from 2 and 3 above.)


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this
affidavit constitutes an affirmation under the penalties of perjury that the facts
stated herein are true.)

Barry E. Sternberg
Typed or printed name of signee

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DIVISION OF CORPORATIONS

Filing Fee: \$250.00 for Application and Affidavit