

1961/11/1997

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OHIO MARINE COMPANY, INC.

**Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530**

CONTROL NUMBER : 9802185
EFFECTIVE DATE : 12/11/1997
COUNTY : FULTON
REFERENCE : 0012
PRINT DATE : 01/21/1998
FORM NUMBER : 356

LORETTA D. PATRICK, ESQ.
587 VIRGINIA AVE.
SUITE 616
ATLANTA GA 30306

CERTIFICATE OF ORGANIZATION

I, Lewis A. Massey, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**OLD NATIONAL GYN, L.L.C.
A GEORGIA LIMITED LIABILITY COMPANY**

has been duly organized under the laws of the State of Georgia on the effective date stated above by the filing of articles of organization in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the city of Atlanta and the State of Georgia on the date set forth above.



Lewis A. Massey
LEWIS A. MASSEY
SECRETARY OF STATE

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ARTICLES OF ORGANIZATION
for
OLD NATIONAL GYN, LLC.

ARTICLE ONE

Name

The name of the Company is Old National Gyn, L.L.C.

ARTICLE TWO

Duration

The LLC shall continue until dissolved in accordance with the Act. Upon written consent of all members, the Company may continue indefinitely.

ARTICLE THREE

Registered Office and Agent

The initial registered office of the Company is located at 587 Virginia Avenue, Fulton, Georgia. The initial registered agent of the Company at its registered office is Loretta D. Patrick, R.N., Esq.

ARTICLE FOUR

Principal Office

The mailing address of the initial principal office of the Company is 2227 Godby Road, Suite 110, College Park Georgia, 30349.

ARTICLE FIVE

Organizer

The name and address of the organizer is:

Loretta D. Patrick, R.N., Esq.
587 Virginia Ave., Suite 616
Atlanta, Georgia 30306

ARTICLE SIX

Management

Management of the business and affairs of the limited liability Company shall be vested in the members, and , subject to the provisions of Article Eight of these articles of organization or any provisions of a written operating agreement, the members shall have the right and authority to manage the affairs of the Company and to make all decisions with respect thereto.

ARTICLE SEVEN

Indemnification

Subject to the provisions of subsection (4) (A) of Section 14-11-305 of the Georgia Limited Liability Company Act, or provisions of a written operating agreement, the Company shall indemnify and hold harmless any member or manager or other persons from and against any and all claims and demands whatsoever arising in connection with the Company.

ARTICLE EIGHT

Approval Rights of Members

Except as otherwise provided in a written operating agreement, the unanimous vote or consent of the members shall be required to approve the matters set forth in subsection (b) of Code Section 14-11-308.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization this 10 day of Dec, 1997.

ORGANIZER

Name: Loretta D. Patrick, R.N, Esq.

Signature: *Loretta D. Patrick*

SECRETARY OF STATE
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SECRETARY OF STATE
DEC 11 2 53 PM '97



Lewis A. Massey
Secretary of State

CORPORATIONS DIVISION
Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334-1530

DEFICIENT DOCUMENT FILING NOTICE

LORETTA D. PATRICK, ESQ.
587 VIRGINIA AVE.
SUITE 616
ATLANTA GA 30306

DOCKET NUMBER : 973460075
CONTROL NUMBER : P208463
FILING DATE : 12/11/1997
EXAMINER : F SIMPSON
TELEPHONE NUMBER: 404-656-2817
FEE RECEIVED : \$75.00
PRINT DATE : 12/24/1997
FORM NUMBER : 702

ATTENTION: CORRECTIONS ARE TO BE MADE BY APPLICANT. RETURN THIS FORM WITH CORRECTED DOCUMENTS.

**RE: OLD NATIONAL GYN, INC.
ARTICLES OF ORGANIZATION**

PLEASE COMPLETE CORRECT TRANSMITTAL FORM. THE NAME OF THE LLC MUST BE CONSISTENT WITHIN DOCUMENTS.

IF DOCUMENTS ARE CORRECTED AND RETURNED WITHIN THIRTY (30) DAYS OF THE DATE OF THIS NOTICE, THEY WILL BE DEEMED FILED AS OF THE DATE RECEIVED. DEFICIENT FILINGS ARE DEEMED ABANDONED IF STILL PENDING AFTER SIXTY (60) DAYS FROM INITIAL RECEIPT. A NEW FILING (INCLUDING NEW FILING FEES) WILL BE REQUIRED. ALL FEES ARE NON-REFUNDABLE.



Secretary of State
Lewis A Massey

CORPORATIONS DIVISION
Suite 315 West Tower
2 Martin Luther King Jr. Drive
Atlanta Georgia 30334-1530

TRANSMITTAL INFORMATION FOR GEORGIA
LIMITED LIABILITY COMPANIES

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 973460075 PENDING CONTROL # P208463 CONTROL # 1802185
 Docket Code 356 LLC Type LLC
 Date Filed 12/11/97 Amount Received \$ 75 Check/Receipt # 0905
 Jurisdiction (County) Code 060
 Examiner 12 Date Completed _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. 973290846
 LLC Name Reservation Number
Old National Gyn, I.C.
 LLC Name (exactly as appears on name reservation) _____

2. Loretta D. Patrick, Esq. (404) 817-9694
 Applicant/Attorney Telephone Number
587 Virginia Ave., Suite 616 Atlanta GA 30306
 Address City State Zip Code

3. Name and Address of each organizer (attach additional sheets if necessary)
Loretta D. Patrick, Esq. 587 Virginia Ave., Suite 616 Atlanta, GA 30306
 Organizer Address City State Zip Code
 Organizer Address City State Zip Code

4. Loretta D. Patrick, Esq.
 Name of Registered Agent in Georgia
587 Virginia Ave., Suite 616 Atlanta, GA
 Registered Office Street Address in Georgia
Atlanta Fulton GA 30306
 City County State Zip Code

5. 2227 Godby Road, Suite 110 College Park GA 30349
 Principal Place of Business Mailing Address City State Zip Code

6. NOTICE: This form does not replace the articles of organization. Mail or deliver to the Secretary of State at the above address the following: (1) an original and one copy of this form; (2) an original and one copy of the articles of organization; and (3) a filing fee of \$75.00 (make check payable to "Secretary of State"). FEES ARE NON-REFUNDABLE.

Loretta D. Patrick, Esq.
 Authorized Signature
 (Member, Manager, or Organizer)

1/14/98
 Date

BR231 (01-97)

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