



WILLIAMS MULLEN

Direct Dial: 804.783.6919
rbasch@williamsmullen.com

September 10, 2003

BY HAND

Clerk's Office
State Corporation Commission
1300 East Main Street
Tyler Building, 1st Floor
Richmond, Virginia 23219

Re: Mark H. Merson, M.D., LLC

030910 4101

Ladies and Gentlemen:

I enclose for filing with your office Articles of Organization for the above referenced limited liability company as well as a check for \$100.00 for the filing fee related thereto.

Please issue a Certificate of Organization for the above company to me at the address listed in the letterhead below. Thank you for your assistance.

Sincerely,

Anthony W. Basch

AWB/jj
Enclosures

cc: Wyatt S. Beazley, IV, Esq.

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9/11/03
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A Professional Corporation

MICHIGAN • VIRGINIA • WASHINGTON, D.C. • LONDON

Two James Center 1021 East Cary Street (23219) P.O. Box 1320 Richmond, VA 23218-1320 Tel: 804.643.1991 Fax: 804.783.6507
www.williamsmullen.com

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HULLIHEN WILLIAMS MOORE
CHAIRMAN

CLINTON MILLER
COMMISSIONER

THEODORE V. MORRISON, JR.
COMMISSIONER

COMMONWEALTH OF VIRGINIA



JOEL H. PECK
CLERK OF THE COMMISSION
P.O. BOX 1197
RICHMOND, VIRGINIA 23218-1197

STATE CORPORATION COMMISSION
Office of the Clerk

September 11, 2003

ANTHONY W BASCH
WILLIAMS MULLEN
PO BOX 1320
RICHMOND, VA 23218-1320

RE: Mark H. Merson, M.D., LLC
ID: S104756 - 4
DCN: 03-09-10-4101

Dear Customer:

This is your receipt for \$100.00, to cover the fees for filing articles of organization for a limited liability company with this office.

The effective date of the filing is September 11, 2003.

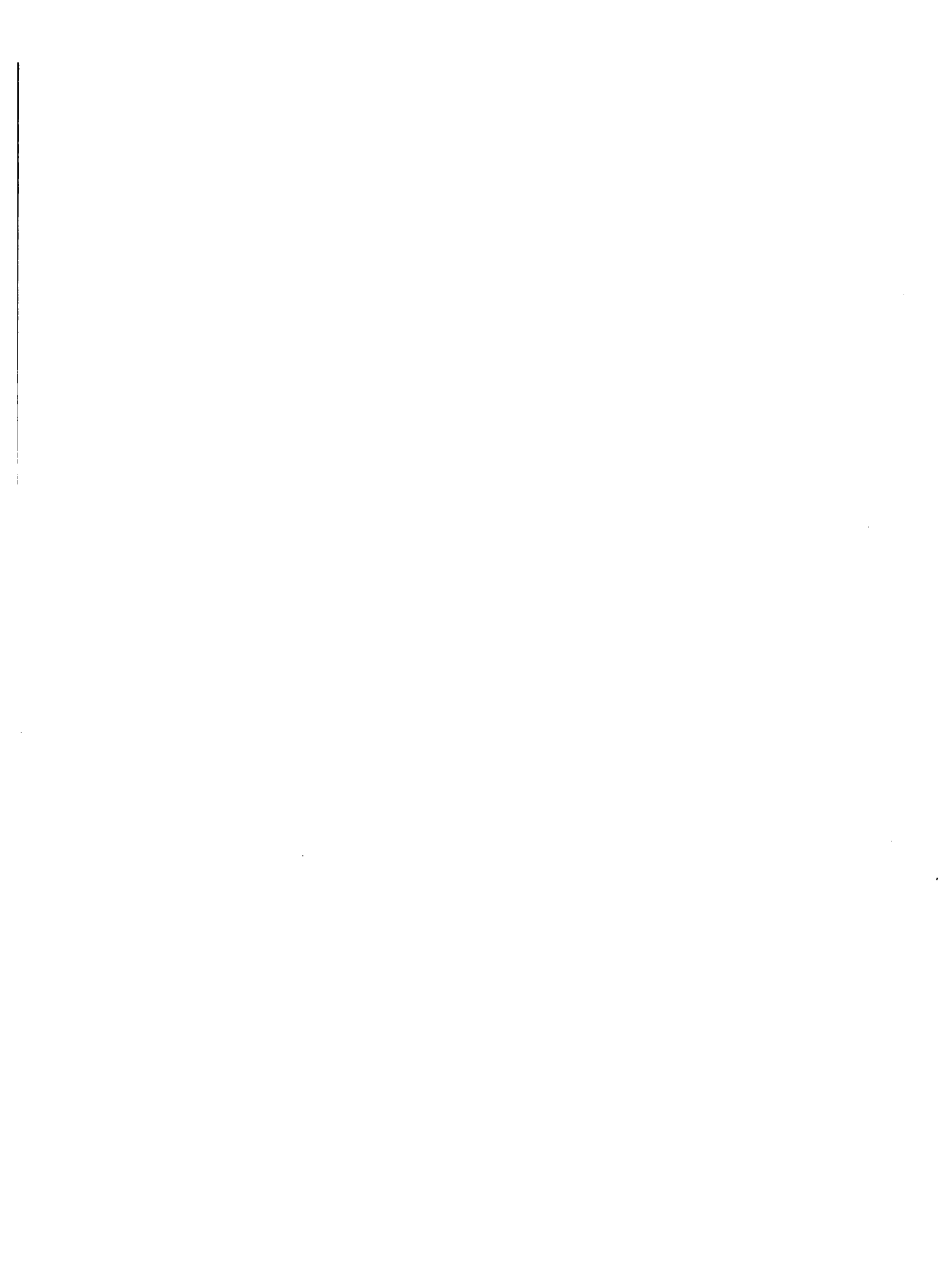
If you have any questions, please call (804) 371-9733 or toll-free in Virginia, 1-866-722-2551.

Sincerely,

A handwritten signature in black ink that reads "Joel H. Peck".

Joel H. Peck
Clerk of the Commission

DLLCRCPT
LLNCD
CIS0313



COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

September 11, 2003

The State Corporation Commission has found the accompanying articles submitted on behalf of

Mark H. Merson, M.D., LLC

to comply with the requirements of law, and confirms payment of all required fees.

Therefore, it is ORDERED that this

CERTIFICATE OF ORGANIZATION

be issued and admitted to record with the articles of organization in the Office of the Clerk of the Commission September 11, 2003.

STATE CORPORATION COMMISSION

By



Commissioner

DLLCACPT
CIS0313
03-09-10-4101

**Articles of Organization of
Mark H. Merson, M.D., LLC
A Virginia Limited Liability Company**

The undersigned sets forth the following for the purpose of forming a limited liability company pursuant to Chapters 12 of Title 13.1 of the Code of Virginia:

First: The name of the limited liability company shall be **Mark H. Merson, M.D., LLC** (the "Company").

Second: The initial registered office of the Company shall be located in the City of Richmond, Virginia and the address of the initial registered office shall be Two James Center, 17th Floor, 1021 East Cary Street, Richmond, Virginia 23219.

Third: The initial registered agent of the Company shall be Wyatt S. Beazley, IV, who is a resident of Virginia, a member of the Virginia State Bar and whose business address is identical with the registered office of the Company.

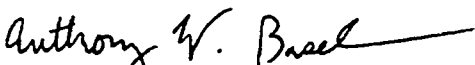
Fourth: The principal office of the Company, where the records will be maintained pursuant to Virginia Code Section 13.1-1028, as amended, shall be 11231 Woodlands Pond Parkway, Chesterfield, Virginia 23838.

Fifth: The Company shall be a member managed limited liability company, governed in accordance with the written Operating Agreement of the Company, which shall not be effective unless signed, or otherwise agreed to in writing, by all of the members of the Company. For the purposes of these Articles, the term "Member" shall mean a person or entity that has been admitted to membership in the Company, as provided in Section 13.1-1081 of the Code of Virginia, as amended, and has not ceased to be a member.

Sixth: Unless otherwise provided in the Company's written Operating Agreement, these Articles of Organization may only be amended upon the unanimous written consent of the members.

Seventh: The Company shall perpetually exist from and after the date the Virginia State Corporation Commission issues a Certificate of Organization, unless sooner dissolved according to law or according to the operating agreement of the members.

In Witness Whereof, the undersigned organizer has set forth his signature this 10th day of September, 2003.



Anthony W. Basch
Organizer

