

JUN 20 2007

FILE NO. P-1374870-4

ARTICLES OF ORGANIZATION  
OF  
GOOD HEALTH URGENT CARE, PLLC

**ARTICLE I. Name**

The name of this limited liability company is Good Health Urgent Care, PLLC.

**ARTICLE II. Professional Services**

The limited liability company is a professional limited liability company. The professional services that the company is organized to provide is the practice of medicine, pursuant to Chapter 13 of Title 32 of the Arizona Revised Statutes.

**ARTICLE III. Registered Office and Statutory Agent**

The address of the registered office of this limited liability company and the name and business address of the agent for service of process are:

Registered Office: 287 East Hunt Highway, Suite 105  
Queen Creek, Arizona 85243

Statutory Agent: Werner J. Meyer, Esq.  
4700 N. Central Avenue, Suite 204  
Phoenix, Arizona 85012

**ARTICLE IV. Management**

Management of this limited liability company is vested in a manager or managers.

**ARTICLE V. Managers**

The name and business, residence or mailing address of each person who is a manager of this limited liability company at the time of its formation are:

Payam Zamani, M.D.  
287 East Hunt Highway, Suite 105  
Queen Creek, Arizona 85243

**ARTICLE VI. Significant Members**

The name and business, residence or mailing address of each member who owns a twenty percent or greater interest in the capital or profits of this limited liability company at the time of its formation are:

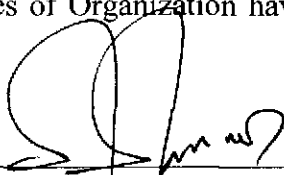
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Good Health Medical, P.C.  
287 East Hunt Highway, Suite 105  
Queen Creek, Arizona 85243

**ARTICLE VII. Liability and Indemnification**

Except as provided under chapter 4 of title 29 of the Arizona Revised Statutes, as amended from time to time, a member, manager, employee, officer, or agent of this limited liability company is not liable, solely by reason of being a member, manager, employee, officer, or agent for the debts, obligations, and liabilities of this limited liability company whether arising in contract or tort, under a judgment, decree or order of a court, or otherwise. This limited liability company shall indemnify, to the maximum extent from time to time permitted by applicable law, any person who incurs liability or expense by reason of such person being a member, manager, employee, officer, or agent of this limited liability company. This indemnification shall be mandatory in all circumstances in which indemnification is permitted by law.

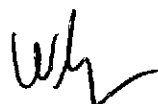
IN WITNESS WHEREOF, these Articles of Organization have been executed this  
18 day of June, 2007.

  
\_\_\_\_\_  
Payam Zamani, M.D.

**CONSENT TO ACT AS STATUTORY AGENT**

I, Werner J. Meyer, 4700 North Central Avenue, Suite 204, Phoenix, Arizona 85012, having been appointed as statutory agent for Good Health Urgent Care, PLLC, an Arizona limited liability company, hereby consent to act in that capacity until removal or resignation is submitted in accordance with the Arizona Revised Statutes.

DATED: June 20, 2007.

  
\_\_\_\_\_  
Werner J. Meyer

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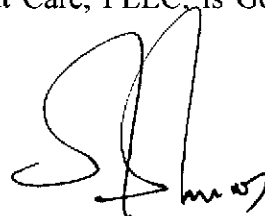
### STATEMENT OF AFFILIATION

The undersigned, Payam Zamani, M.D., is the president and sole director of Good Health Medical, P.C., an Arizona professional corporation, and is authorized to execute this Statement of Affiliation.

Concurrent herewith, Articles of Organization for Good Health Urgent Care, PLLC, have been delivered for filing with the Arizona Corporation Commission.

On behalf of such entities, the undersigned hereby certifies that such entities are affiliated, and the sole member of Good Health Urgent Care, PLLC, is Good Health Medical, P.C.

Dated: June 18, 2007.

A handwritten signature in black ink, appearing to be 'Payam Zamani', written over a horizontal line.

Payam Zamani, M.D., president and sole director of  
Good Health Medical, P.C., and sole manager of  
Good Health Urgent Care, PLLC

# Law Offices of Werner Meyer

4700 North Central Avenue, Suite 204  
Phoenix, Arizona 85012  
602-741-2557 (telephone)  
602-263-2100 (telecopier)  
meyerlaw@qwest.net

June 20, 2007

## Via Hand Delivery

Arizona Corporation Commission  
1300 West Washington  
Phoenix, Arizona 85007  
Attn: Expedited Filing Desk

✓  
**Re: Organization of Good Health Urgent Care, PLLC**

Ladies and Gentlemen:

Enclosed are the following documents necessary to organize the above-referenced limited liability company:

1. One original and one copy of the Articles of Organization;
2. The Consent to Act as Statutory Agent (attached to the Articles of Organization); and
3. Statement of Affiliation with certain related companies.

Please file the Articles of Organization on an expedited basis. Please charge this firm's account, account no. 1629, for your services with respect thereto.

Please note your filing information on the **enclosed original** of the Articles of Organization, and give me a call when the filing has been completed, so that I may have a runner retrieve the Articles of Organization from your office.

If you have any questions whatsoever, please feel free to give me a call.

Sincerely,



Werner J. Meyer

Enclosures

**ARIZONA CORPORATION COMMISSION  
CORPORATIONS DIVISION  
SUBMISSION COVER SHEET**

THIS DOCUMENT SUBJECT TO PUBLIC RECORD - Important: use a separate cover sheet for each document

Regarding (Name/proposed name for Corp./LLC): Good Health Urgent Care, PLLC

Please Check or Complete the Appropriate Sections:

A. 1. ☒ NEW Entity Filing    ☐ CHANGE to Existing Entity    ☐ Resubmission/Corrected Document

2. ☒ Domestic (from Arizona)    ☐ Foreign (organized in another state or country)

3. ☐ Profit/Business Corporation (B)    ☐ Nonprofit Corporation (NP)    ☒ LLC    ☐ Trust    ☐ Other

4. Payment    ☐ Check # \_\_\_\_\_    ☐ Cash    ☒ MOD account # 1629  
Amount: \$ 85    ☐ No fee required    ☐ See attached distribution of funds instructions

5. Processing: ☒ Expedited (Priority service, \$35 Additional Fee Per Document)  
                  ☐ Regular (usually 2-4 months)

B. Filing Type: (Check one only)

- ☐ Articles of Domestication  
☐ Articles of Incorporation  
☒ Articles of Organization  
☐ Application to Transact Business(B)  
☐ Application to Conduct Affairs (NP)  
☐ Application for New Authority  
☐ Application for Registration  
☐ Articles of Amendment  
☐ Articles of Amendment & Restatement

- ☐ Publication of \_\_\_\_\_  
☐ Articles of Correction  
☐ Merger of (name): \_\_\_\_\_

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- ☐ Other: \_\_\_\_\_  
ARIZONA CORP. COM.  
CORPORATIONS DIVISION

C. Special Instructions: \_\_\_\_\_

D. Extras:

- ☐ Certified Copies- \_\_\_\_\_ (Qty. @ \$5 ea. for corps or \$10 ea. for LLCs)    ☐ Expedite Certified Copies (\$35 extra)  
☐ Good Standing Certificate- \_\_\_\_\_ (Qty. @ \$10 ea.)    ☐ Expedite Good Standing (\$35 extra)

E. RETURN DELIVERY VIA: ☐ Mail or ☒ Pick Up or ☐ Fax # ( \_\_\_\_\_ )

The following individual should be called to pick up completed documents:

Name: Werner J. Meyer    Phone: ( 602 ) 741-2557

Pick-up by: \_\_\_\_\_ Date: \_\_\_\_\_

Please respond promptly to phone messages. Documents will be mailed if they are not picked up in a timely manner - approximately two weeks. In that event, the documents should be mailed to the following address:

Name: Werner J. Meyer, Esq.    Firm: \_\_\_\_\_

Address: 4700 N. Central Ave., Ste. 204

City, State, Zip: Phoenix, AZ 85012