

L06000093036

(Requestor's Name)

(Address)

(Address)

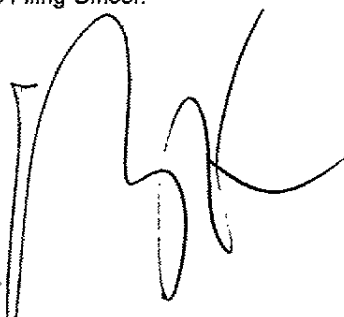
(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

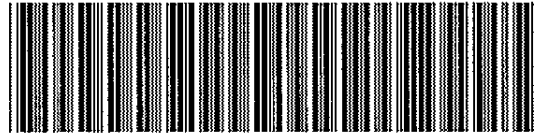
(Business Entity Name)

(Document Number)

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09/22/06--01002--009 \*\*155.00

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06 SEP 21 PM 4:40  
TALLAHASSEE, FLORIDA

FILED  
06 SEP 21 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

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CONTACT: TRACY SPEAR

DATE: 09/21/06

REF. #: 000257.57753

CORP. NAME: GLOBAL SURGICAL PARTNERS OF SARASOTA, L.L.C.

- |                                                      |                                                 |                                                       |
|------------------------------------------------------|-------------------------------------------------|-------------------------------------------------------|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |                                                 |                                                       |
| <input type="checkbox"/> OTHER:                      |                                                 |                                                       |

STATE FEES PREPAID WITH CHECK# 518538 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |                                                    |                                                       |                                             |
|----------------------------------------------------|-------------------------------------------------------|---------------------------------------------|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |                                                       |                                             |

Examiner's Initials

ARTICLES OF ORGANIZATION OF  
GLOBAL SURGICAL PARTNERS OF SARASOTA, L.L.C.

FILED  
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TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of the limited liability company shall be **GLOBAL SURGICAL PARTNERS OF SARASOTA, L.L.C.**

ARTICLE II  
PURPOSES AND POWERS

The limited liability company is authorized to transact any business permitted by the laws of the State of Florida, from time to time, for a limited liability company.

ARTICLE III  
ADDITIONAL CAPITAL CONTRIBUTIONS

Additional capital contributions shall be made in such amounts and by such members as may be determined from time to time by a majority vote of the members.

ARTICLE IV  
PROFITS AND LOSSES

Profits and losses shall be allocated to members as provided in the Operating Agreement adopted and as amended from time to time by the members.

ARTICLE V  
DURATION

The limited liability company shall exist until December 31, 2050, unless earlier dissolved in a manner provided by law or as provided in the Operating Agreement adopted by the members.

ARTICLE VI  
MAILING ADDRESS & PRINCIPAL PLACE OF BUSINESS

The mailing address and principal office of this limited liability company shall be at 3059 Grand Avenue, Suite 300, Miami, Florida 33133.

**ARTICLE VII**  
**MANAGEMENT**

Management of this limited liability company is reserved to its members, one of whom shall serve as the manager until the first annual meeting of members or until its successor is elected and qualifies. The name and address of the managers are as follows:

J.A. Ziskind, Esq.  
3059 Grand Avenue  
Suite 300  
Miami, Florida 33133

Kenneth I. Arvin, Esq.  
3059 Grand Avenue  
Suite 300  
Miami, Florida 33133

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE**  
**AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 3059 Grand Avenue, Suite 300, Miami, Florida 33133, and the name of its initial registered agent at such address is Ziskind & Arvin, P.A., a Florida professional association.

**ARTICLE IX**  
**RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members only as provided in the Operating Agreement adopted by the members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except as provided in the Operating Agreement adopted by the members.

**ARTICLE X**  
**CONTINUATION OF THE BUSINESS**

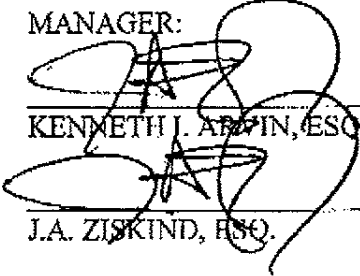
Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right continue the business upon a majority vote of such remaining members.

**ARTICLE XI**  
**AMENDMENT**

These Articles of Organization may be amended only by a majority vote of the members.

Executed this 21st day of September, 2006.

MANAGER:



\_\_\_\_\_  
KENNETH L. ARPIN, ESQ.

\_\_\_\_\_  
J.A. ZISKIND, ESQ.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT  
AND REGISTERED OFFICE  
AND ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

1. The name of the Company is:

**GLOBAL SURGICAL PARTNERS OF SARASOTA, L.L.C.**

2. The name and address of the registered agent and the registered office is:

Ziskind & Arvin, P.A.  
3059 Grand Avenue, Suite 300  
Miami, FL 33133

Pursuant to Section 608, Florida Statutes, the undersigned has been named to act as the registered agent of SARASOTA SURGERY CENTER, L.L.C., at the place designated in this certificate and the undersigned agrees to accept such appointment and to act in that capacity. The undersigned further agrees that the undersigned will comply with Section 608, Florida Statutes, relating to the proper and complete performance of the duties of the registered agent of the company and that the undersigned is familiar with and accepts the obligations of the position of registered agent for the company.

Date: September 21, 2006

Ziskind & Arvin, P.A.

By: 

Kenneth I. Arvin, Esq.