

L0000000000007238

CAPITAL CONNECTION, INC.
417 E. Virginia Street, Suite 100 Tallahassee, Florida 32302
(850) 224-8000 Fax (850) 224-8022

Sanibel Medical Clinic, P.C.

400003298804--6
-06/21/00--01041--021
****125.00 ****125.00

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ☒ L.C. File Photo
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☒ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

FILED
00 JUN 21 PM 1:28
TALLAHASSEE FLORIDA
SECRETARY OF STATE

RECEIVED
00 JUN 21 AM 11:01
TALLAHASSEE FLORIDA
DIVISION OF CORPORATIONS

6/21

6p

Signature _____

Requested by: LM 6/21 9:50

Name _____ Date _____ Time _____

Walk-In _____ Will Pick Up _____

ARTICLES
OF
ORGANIZATION
FOR
SANIBEL MEDICAL CLINIC, P.L.

The undersigned certify that we have associated ourselves together for the purpose of becoming a professional limited company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of professional limited companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the professional limited company.

ARTICLE I

NAME AND PLACE OF BUSINESS

The name of the professional limited company shall be SANIBEL MEDICAL CLINIC, P.L., and its principal office and mailing address shall be 1715 Periwinkle Way, Sanibel Island, Florida, 33957, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for professional limited companies, the general nature of the business or businesses to be transacted, and which the professional limited company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this professional limited

FILED
00 JUN 21 PM 1:28
STATE OF FLORIDA
TALLAHASSEE

company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the professional limited company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights and privileges, and immunities of professional limited companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this professional limited company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited professional company to carry on any business, exercise any power, or do any act which a professional limited company may not, under Florida laws, lawfully carry on, exercise, or do.

FILED
JUN 21 PM 1:28
CLERK OF STATE
TALLAHASSEE FLORIDA

ARTICLE III
MANAGEMENT

All professional limited company powers shall be exercised by or under the authority of, and the business and affairs of this professional limited company shall be managed under the direction of, the members of this professional limited company and pursuant to Florida Statute 608.442(1), it is a member managed company. This Article may be amended from time to time in the regulations of the professional limited company by unanimous vote of the members of the professional limited company. The names and addresses of the members are as follows:

Dr. Bill Fulk 1807 Bowmans Beach Road, Sanibel, Florida, 33957

ARTICLE IV
MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the professional limited company.

A member's interest in the professional limited company may not be sold or otherwise transferred except with unanimous written consent of all members.

On 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 professional limited company, the remaining members have the right to continue the business on unanimous consent of the remaining members.

ARTICLE V
PROFITS AND LOSSES

- (a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the professional limited company business that remain after the payment of the expenses of conducting the business of the professional limited company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of the business of the professional limited company.

FILED
JUN 21 PM 1:28
CLERK OF THE COURT
JUDICIAL CIRCUIT IN AND FOR
THE STATE OF FLORIDA

- (b) *Losses.* All losses that occur in the operation of the professional limited company business shall be paid out of the capital of the professional limited company and the profits of the business, or, if these sources are insufficient to cover such losses, by members in equal shares.

ARTICLE VI

DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.

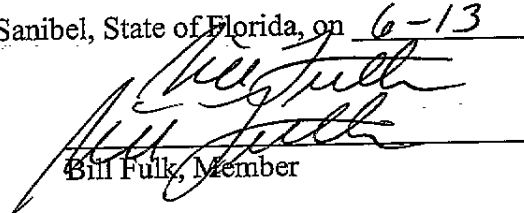
ARTICLE VII

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the professional limited company is Bill Fulk, of 1807 Bowmans Beach Road, Sanibel, County of Lee, State of Florida.

The undersigned, being an original member of the professional limited company, certifies that this instrument constitutes the proposed Articles of Organization of Sanibel Medical Clinic, P.L.

Executed by the undersigned at Sanibel, State of Florida, on 6-13, 2000.


Bill Fulk, Member

STATE OF FLORIDA
COUNTY OF LEE

The foregoing instrument was acknowledged before me this 13th day of June, 2000, by Bill Fulk, on behalf of Sanibel Medical Clinic, P.L., a professional limited company, who is personally known to me.

ID: FLA Driver's License


Notary Public

My commission expires: Sept. 28, 2000

SEAL:



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF LEON

Pursuant to the provisions of Sections 608.407(1)(d) of the Florida Limited Liability Company Act, the professional limited company identified below submits the following statements in designating its registered office and registered agent in the State of Florida.

The name of the professional limited company is SANIBEL MEDICAL CLINIC, P.L.

The name and the Florida street address of the registered agent for SANIBEL MEDICAL CLINIC, P.L. is Dr. Bill Fulk, of 1807 Bowmans Beach Road, Sanibel, County of Lee, State of Florida.

This statement is to acknowledge that, as indicated above, SANIBEL MEDICAL CLINIC, P.L. has appointed Dr. Bill Fulk, as its registered agent to accept service of process for the company at the place designated above in this certificate. I 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.

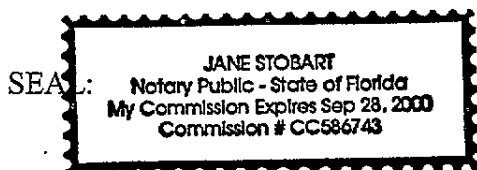
Dated: June 13, 2000.

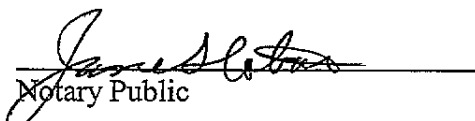

Bill Fulk

FILED
JUN 21 PM 1:28
CLERK OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 13th day of June, 2000 by Bill Fulk, who is personally known to me or who has produced FLA Drivers License as identification.




Notary Public

My commission expires: