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Electronic Filing Menu

Corporate Filing Menu

Help

ARTICLES OF MERGER OF

SALVATORE SENZATIMORE, JR., M.D., P.A.

(a Florida corporation)

WITH AND INTO

CENTER FOR GASTROINTESTINAL ENDOSCOPY, L.L.C.

(a Florida limited liability company)

These Articles of Merger are submitted in accordance with the Florida Revised Limited Liability Company Act (the "<u>LLC Act</u>") and the Florida Business Corporation Act (the "<u>Act</u>") pursuant to Sections 605.1025 and 607.1105 Florida Statutes.

FIRST: The exact name and jurisdiction of the merging entity is as follows:

SECOND: The exact name and jurisdiction for the surviving entity is as follows:

Name

Jurisdiction

Form/
Entity Type

FL Document Number

CENTER FOR GASTROINTESTINAL

ENDOSCOPY, L.L.C.

Florida

LLC

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THIRD: The merger shall be effective upon filing of the Articles of Merger with the Secretary of State of Florida (the "Effective Date").

FOURTH: The Plan of Merger meets the requirements of Sections 605.1022 of the LLC Act and was approved by joint written consent of the managers and the members of the surviving entity, effective as of August 31, 2023 in accordance with the LLC Act and the limited liability company operating agreement of the surviving entity.

FIFTH: The Plan of Merger meets the requirements of Section 607.1101 of the Act and was approved by joint written consent of the board of directors and the shareholders of the merging entity, effective as of August 31, 2023, in accordance with the Act and the Bylaws of the merging entity.

SIXTH: As the shareholders of the merging entity and the members of the surviving entity are the same, there are no shareholders with appraisal rights under Florida Statutes.

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SEVENTH: The Articles of Organization and the limited liability company operating agreement of the surviving entity in effect prior to the effective time of the merger shall each remain in effect, without modification, as the Articles of Organization and the limited liability company operating agreement of the surviving entity immediately after the effective time of the merger.

[Signatures hereto contained on following page.]

IN WITNESS WHEREOF, the undersigned hereby execute these Articles of Merger as of the 31st day of August, 2023.

MERGING COMPANY:

SALVATORE SENZATIMORE, JR., M.D., P.A., a Florida corporation

Name: Salvafore Senzatimore, Jr., M.D.

Title: Vice-President

SURVIVING COMPANY:

CENTER FOR GASTROINTESTINAL ENDOSCOPY, L.L.C., a Florida limited liability company

By:
Name: Jeffrey S. Wenger, M.D.
Title: Manager