

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LD1000005181

Vern Gastroenterology, LLC

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- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ☒ L.C. File
- ___ 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

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Signature

Requested by:

Name Sx Date 4/4/01 Time 10:00

Walk-In Will Pick Up

ARTICLES OF ORGANIZATION
OF
VERO GASTROENTEROLOGY, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be **VERO GASTROENTEROLOGY, LLC** ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is Department of Gastroenterology, Doctors' Clinic, 2300 5th Avenue, Vero Beach, Florida, 32960.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are **JOSEPH ZEREGA, M.D.**, Department of Gastroenterology, Doctors' Clinic, 2300 5th Avenue, Florida, 32960.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and

conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless one hundred percent (100%) of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

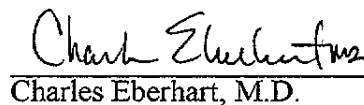
ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME	ADDRESS
JOSEPH ZEREGA, M.D.	Department of Gastroenterology Doctors' Clinic 2300 5 th Avenue Vero Beach, Florida, 32960
CHARLES EBERHART, M.D.	Department of Gastroenterology Doctors' Clinic 2300 5 th Avenue Vero Beach, Florida, 32960
GREGORY MACKAY, M.D.	Department of Gastroenterology Doctors' Clinic 2300 5 th Avenue Vero Beach, Florida, 32960

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Vero Beach, Florida, on APRIL 2, 2001.


Joseph Zerega, M.D.


Charles Eberhart, M.D.

Gregory Mackay
Gregory Mackay, M.D.

Sworn to and subscribed before me this APRIL 2, 2001, by **JOSEPH ZEREGA, M.D.,
CHARLES EBERHART, M.D., and GREGORY MACKAY, M.D.**

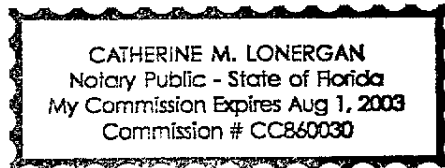
Catherine M. Loneragan
Print Name - CATHERINE M. LONERAGAN
Notary Public, State of Florida at Large. My
Commission Expires: 8/1/2003 My Commission
Number is CC 860030

Personally Known ☒
OR
Produced Identification ☐

Type of Identification Produced _____

(Seal)

CC8033



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EXHIBIT "A"

JOSEPH ZEREGA, M.D. - Cash in the amount of Two Thousand, Five Hundred and no/100 Dollars (\$2,500.00)

CHARLES EBERHART, M.D. - Cash in the amount of Two Thousand, Five Hundred and no/100 Dollars (\$2,500.00)

GREGORY MACKAY, M.D. - Cash in the amount of Two Thousand, Five Hundred and no/100 Dollars (\$2,500.00)

CC8048

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CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, **VERO GASTROENTEROLOGY, LLC**, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is **VERO GASTROENTEROLOGY, LLC**

2. The name and street address of the registered agent in Florida are: **JOSEPH ZEREGA, M.D.**, Department of Gastroenterology, Doctors' Clinic, 2300 5th Avenue, Vero Beach, Florida, 32960.

The undersigned, being the person named in the articles of organization of **VERO GASTROENTEROLOGY, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Registered Agent
Joseph Zerega, M.D.

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VERO BEACH, FL
STATE OF FLORIDA
DEPARTMENT OF REVENUE