

Division of Corporations

Page 1 of 1

201000005873

Florida Department of State  
Division of Corporations  
Public Access System  
Katherine Harris, Secretary of State

## Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

(((H01000037979 1)))

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

## To:

Division of Corporations  
Fax Number : (850)205-0383

## From:

Account Name : GUTTENMACHER & BOHATCH, P.A.  
Account Number : I19990000159  
Phone : (305)442-4911  
Fax Number : (305)442-0911

## LIMITED LIABILITY COMPANY

ELITE HEALTHCARE MANAGEMENT, L.L.C.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

FILED  
01 APR 16 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
01 APR 16 PM 12:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Audit No.: H01000037979 1

**Articles of Organization  
for  
ELITE HEALTHCARE MANAGEMENT, L.L.C.  
a Florida Limited Liability Company**

FILED  
01 APR 16 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

1. **Name.** The name of this company shall be **ELITE HEALTHCARE MANAGEMENT, L.L.C.**

2. **Duration/Continuation.** The period of this company's duration shall be thirty-five (35) years, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

3. **Address.** The mailing and street address is: 1111 Kane Concourse, Bay Harbor, Florida 33154.

4. **Registered Agent and Office.** The name and street address of the initial registered agent is as follows: Avi Klein, 1111 Kane Concourse, Bay Harbor, Florida 33154.

5. **Admission of Additional Members; and Terms and Conditions of such Admissions.** Additional Members may be admitted upon the approval of a majority of the members of the Company, upon the written application of such new Member, in the manner set forth in the Bylaws of this Company.

6. **Right to Continue Business.** The remaining members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

7. **Management of Company.** The company is to be managed by managers. The names and addresses of the managers who are to serve until the first annual meeting of Members or until their successors are elected and qualify are:

Audit No.: H01000037979 1

THIS INSTRUMENT PREPARED BY:  
Edward P. Guttenmacher, Esquire  
GUTTENMACHER & BOHATCH, P.A.  
2600 Douglas Road, Penthouse 8  
Coral Gables, Florida 33134

Audit No.: H01000037979 1

*Names*

*Addresses*

AVI KLEIN

P.O. Box 546752  
Surfside, Florida 33154

8. **Amendment of Articles of Organization.** Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

9. **Regulations of Company.** The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members unless vested in the Managers of the company by any amendments of the Articles of Organization. Regulations adopted by the Members or by the Managers may be repealed or altered, new Regulations may be adopted by the members, and the Members may prescribe in any Regulations made by them that such Regulations may not be altered, amended or repealed by the Managers.

10. **Informal Action of Members.** Any action of the members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all members who would be entitled to vote upon such action at a meeting (and filed with the managers of the Company as part of its records.)

11. **Transferability of Member's Interest.** An interest of a Member of this company may be transferred or assigned to such extent and in the manner provided in the Operating Agreement. However, if all of the remaining Members of this company do not approve of such proposed transfer or assignment by unanimous written consent, the transferee of the interest of such member shall have no right to participate in the management of the business and affairs of this company or to become a Member. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which that member would otherwise would be entitled.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this \_\_\_ day of February, 2001

  
AVI KLEIN

Audit No.: H01000037979 1

2

THIS INSTRUMENT PREPARED BY:  
Edward P. Guttenmacher, Esquire  
GUTTENMACHER & BOHATCH, P.A.  
2600 Douglas Road, Penthouse 8  
Coral Gables, Florida 33134

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

01 APR 16 PM 2:31

FILED

04/18/01 MON 10:52 FAX 3054420911  
03/26/01 MON 12:36 FAX 3054420911

GUTTENMACHER & BOHATCH, P  
GUTTENMACHER & BOHATCH, P

004  
004

Audit No.: H01000037979 1

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, I hereby 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.

  
\_\_\_\_\_  
AVI KLEIN, Registered Agent

FILED  
01 APR 16 PM 2:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Audit No.: H01000037979 1

3

THIS INSTRUMENT PREPARED BY:  
Edward P. Guttenmacher, Esquire  
GUTTENMACHER & BOHATCH, P.A.  
2600 Douglas Road, Penthouse 8  
Coral Gables, Florida 33134