

Division of Corporations

Page 1 of 2

L01000012527

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.

(((H01000085640 0)))

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 : HAMRICK, PERREY, QUINLAN & SMITH, P.A.
Account Number : I19990000030
Phone : (941)747-1871
Fax Number : (941)745-2866

AL**LIMITED LIABILITY COMPANY****IMPEDANCE VASCULAR IMAGING PRODUCTS, LLC**

Certificate of Status	1
Certified Copy	1
Page Count	06
Estimated Charge	\$160.00

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

01 JUL 30 PM 1:25

FILED

SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

01 JUL 30 PM 12:41

H01000085640 0

Articles of Organization of
Impedance Vascular Imaging Products, LLC,

a Florida Limited Liability Company

The undersigned, **WILLIAM V. JUDY**, desires to form a limited liability company pursuant to the Florida Limited Liability Company Act. As one of the manager-members of the proposed limited liability company, he does hereby make and file these Articles of Organization, and hereby declares and affirms:

ARTICLE I:
Name

The name of the limited liability company ("Company") is **IMPEDANCE VASCULAR IMAGING PRODUCTS, LLC**, a Florida Limited Liability Company.

ARTICLE II:
Street Address and Mailing Address

The street address of the Company's principal office is 4112 20th Street West, Bradenton, Florida. The mailing address of the Company's principal office is 4112 20th Street West, Bradenton, FL 34205.

ARTICLE III:
Duration

The period of duration for the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV:
Registered Agent and Office

The name of the Company's initial registered agent for service of process in the State of Florida is **William V. Judy**, whose street/mailling address is 4112 20th Street West, Bradenton, FL 34205.

H01000085640 0

H01000085640 0

**ARTICLE V:
Management**

The Company is to be managed by the members. Each managing member is identified as follows:

WILLIAM V. JUDY
4112 20th Street West
Bradenton, FL 34205

PARK L. WELDY
811 40th Street West
Bradenton, FL 34205

W. JEFFREY HIRE
5160 Turnberry Lane
Sylvania, OH 43560

PETER L. J. NIJLAND
Ludgeruslaan 15
7581 DE, Losser
The Netherlands

FILED
01 JUL 30 PM 1:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE VI:
Admission of New Members**

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

**ARTICLE VII:
Pre-emptive Rights**

As a function of the agreed value of the initial contributions of the members of this limited liability, each member will have a proportionate percentage or other interest in the profits and losses of the company. Thereafter, as the members make subsequent contributions to capital or receive distributions of capital, the members shall have "pre-emptive rights" meaning (in the case of this limited liability company) the right to make such subsequent contributions to capital, and to receive distributions from capital in a manner which will allow the members of the limited liability company to maintain their respective proportionate percentage or other interest in the profits of the company. If, however, any member fails to make his contribution of cash, property or services within sixty (60) days after request is made for same, then that member's "pre-emptive" rights shall not be in effect for that particular

H01000085640 0

H01000085640 0

capital call, but shall remain in effect for any subsequent capital call, but without prejudice to any rights, including the right to specific performance, that the limited liability company may have against such member under the articles of organization or operating agreement or applicable law.

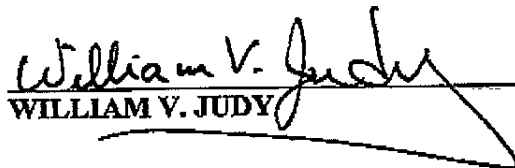
ARTICLE VIII:
Continuation Provisions

The remaining members of the Company have the right to continue the business 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 Company. The business may be continued only on the unanimous written consent of the remaining members.

ARTICLE IX:
Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the managing members of the Company.

IN WITNESS WHEREOF, the undersigned, being one of the member-managers of the proposed limited liability company, does certify that he is of full age, is competent to contract and is a citizen of the United States of America. For the purpose of forming the proposed limited liability company above-named to do business both within and without the State of Florida, and in pursuance of the Florida Limited Liability Company Act, I do make and file these Articles of Organization, hereby declaring and certifying that the matters above stated are true, and accordingly I have hereunto set my hand and seal this 30th day of July, 2001.


WILLIAM V. JUDY (SEAL)

H01000085640 0

H01000085640 0

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 30th day of July, 2001, by **WILLIAM V. JUDY**, who

- ☒ is personally known to me; or
☐ produced a driver's license issued by the State of Florida Department of Highway Safety and Motor Vehicles as identification; or
☐ produced the following identification: _____

and did not take an oath.

(Affix Notary Seal)



Signature:

Lori A. DeLosh

NOTARY PUBLIC, State of Florida at Large

Typed name: _____

My Commission Expires: _____

My Commission No.: _____

FILED
01 JUL 30 PM 1:25
TALLAHASSEE, FLORIDA

H01000085640 0

H01000085640 0

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is **IMPEDANCE VASCULAR IMAGING PRODUCTS, LLC.**
2. The name and street address of the registered agent and office is:

William V. Judy
4112 20th Street West
Bradenton, FL 34205

Having been named as registered agent and to accept service of process for the above-named limited liability company at the place designated in this certificate, 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.

DATED this 30th day of July, 2001.

William V. Judy
William V. Judy, Registered Agent

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 30th day of July, 2001, by **WILLIAM V. JUDY**. He

- ☒ is personally known to me; or
☐ produced a driver's license issued by the State of _____ as identification; or
☐ produced the following identification: _____

and did not take an oath.



Lori A. DeLosh
Notary Public
Print Name: _____
My Commission Expires: _____

H01000085640 0