

Division of Corporations

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## Florida Department of State

Division of Corporations

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## LIMITED LIABILITY COMPANY

WESTSIDE CLINIC, P.L.

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**ARTICLES OF ORGANIZATION  
OF  
WESTSIDE CLINIC, P.L.**

The undersigned, for the purpose of forming a professional limited liability company for profit under Chapter 621 of the Florida Statutes, adopts the following Articles of Organization:

**Article I  
Name**

EFFECTIVE DATE  
9-20-01

**Section 1.1. Name.** The name of this limited liability company shall be WESTSIDE CLINIC, P.L.

**Article II  
Principal Office and Mailing Address**

**Section 2.1. Principal Office and Mailing Address.** The principal office and mailing address of this limited liability company shall be 4124 Blanding Boulevard, Jacksonville, Florida 32210.

**Article III  
Initial Registered Agent and Address**

**Section 3.1. Name and Address.** The name and street address of the initial registered agent of this limited liability company are:

Richard J. Flynn, M.D.  
4124 Blanding Boulevard  
Jacksonville, Florida 32210

**Article IV  
Effective Date; Duration**

**Section 4.1. Effective Date.** The existence of this limited liability company shall commence on the date these Articles are executed.

**Section 4.2. Duration.** This limited liability company shall terminate on the date set forth in its Operating Agreement.

Jonathan L. Hay, Esquire  
Purcell, Flanagan & Hay, P.A.  
1548 Lancaster Terrace  
Jacksonville, Florida 32204  
Telephone: (904)355-0355  
Fla. Bar No.: 456586

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## **Article V**

### **Purposes**

**Section 5.1. Purposes.** This professional limited liability company is organized for the sole and specific purpose of engaging in every phase and aspect of the business of rendering the same professional services to the public that a physician, duly licensed under the laws of the State of Florida, is authorized to render, but such professional services shall be rendered only through officers, employees and agents who are duly licensed or otherwise legally authorized under the laws of the State of Florida to practice as physicians. This limited liability company shall have all the powers conferred upon it by the laws of the State of Florida and not prohibited by the Florida Professional Service Corporation and Limited Liability Company Act; provided, however, that this limited liability company shall not engage in any business other than the rendering of the professional services described above for which it is organized. It is expressly provided that the foregoing enumeration of specific purpose shall not be held to limit or restrict in any manner the purposes in which this limited liability company is otherwise permitted by law to engage.

## **Article VI**

### **Members**

**Section 6.1. Restrictions on Members.** No person other than a professional corporation, a professional limited liability company, or an individual, each of which must be duly licensed or otherwise legally authorized to practice medicine in the State of Florida, shall be a member of this professional limited liability company.

**Section 6.2. Admission of Additional Members.** The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

## **Article VII**

### **Management**

**Section 7.1. Management.** The limited liability company is to be managed by the members in accordance with the Operating Agreement of the limited liability company.

## **Article VIII**

### **Merger**

**Section 8.1. Approval Required for Merger.** The approval of the members holding sixty percent (60%) or more of the interests in this limited liability company eligible to vote on any plan of merger or consolidation shall be required in every case, whether or not such approval is required by law.

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**Article IX**  
**Operating Agreement**

**Section 9.1. Operating Agreement.** The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

**Article X**  
**Amendment**

**Section 10.1. Amendment.** The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization; provided, however, that it shall require a vote of members holding sixty percent (60%) or more of the interests in the limited liability company to amend or repeal Article VIII regarding merger.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization the 20th day of September, 2001.

  
\_\_\_\_\_  
RICHARD J. FLYNN, M.D.

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TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: WESTSIDE CLINIC, P.L.
2. The name and the Florida street address of the registered agent are:

RICHARD J. FLYNN, M.D.  
4124 BLANDING BOULEVARD  
JACKSONVILLE, FLORIDA 32210

Having been named as registered agent and to accept service of process for the above-stated 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 as provided for in Chapter 608, Florida Statutes.

  
\_\_\_\_\_  
RICHARD J. FLYNN, M.D.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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