

Lo2000001181

SCOTT DAVID KRUEGER, CHARTERED

A Professional Corporation

MERIDIEN CENTRE
2750 NORTHWEST 43RD STREET, SUITE 201
POST OFFICE BOX 357099
GAINESVILLE, FLORIDA 32635

January 10, 2002

GAINESVILLE (352) 376-3090
OCALA (352) 732-4405
FACSIMILE (352) 377-1580

Secretary of State
Division of Limited Liability Companies
409 East Gaines Street
Post Office Box 6327
Tallahassee, Florida 32301

Via FedEx Overnight delivery

Re: Incorporation of Medical Properties, L.L.C.
Merger of Medical Properties, Inc.

900004768599--6
-01/11/02-01027--003
*****60.00 *****60.00

To whom it may concern:

Enclosed please find an original and one copy of the Articles of Organization for Medical properties, L.L.C., as well as a certificate designating Registered Agent/Registered Office, together with our check in the amount of \$125.00 to cover the following costs:

Filing Fee	\$ 100.00
Registered Agent	
Designation Fee	25.00
Total	<u>\$125.00</u>

Additionally, I enclose an original and one copy of the Articles of Merger of Medical Properties, Inc. with Medical Properties, L.L.C., together with our check in the amount of \$60.00, to cover the following costs:

Merger Corporation	\$ 35.00
Limited Liability Company	25.00
Total	<u>\$60.00</u>

Your prompt response in return of a confirmation of the filing is appreciated. Thank you for your assistance in this matter.

Sincerely yours,


Scott David Krueger

enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF MERGER
Merger Sheet

MERGING:

MEDICAL PROPERTIES, INC., a Florida entity, P95000046712

into

MEDICAL PROPERTIES, L.L.C., a Florida entity L02000001181

File date: January 11, 2002

Corporate Specialist: Shawn Logan

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2002 JAN 11 AM 9:21
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF MERGER

The following articles of merger are being submitted in accordance with FS §§607.1109, 608.4382, and 620.203.

FIRST: The exact name, street address of its principal office, jurisdiction, and entity type for each merging party are as follows:

1. Name and Street Address Medical Properties, Inc.
Jurisdiction Florida
Entity Type For Profit Corporation
Fla Document/Reg. Number P95000046712
FEI Number 59-3322595

2. Name and Street Address Medical Properties, L.L.C.
Jurisdiction Florida
Entity Type Limited Liability Company
Fla Document/Reg. Number L07000001181
FEI Number _____

SECOND: The exact name, street address of its principal office, jurisdiction, and entity type of the surviving party are as follows:

1. Name and Street Address Medical Properties, L.L.C.
Jurisdiction Florida
Entity Type Limited Liability Company
Fla Document/Reg. Number L07000001181
FEI Number _____

THIRD: The attached plan of merger meets the requirements of FS §§607.1108, 608.438, 617.1103, and 620.201, and was approved by each domestic corporation, limited liability company, partnership and limited partnership that is a party to the merger in accordance with Chapter(s) 607, 608, 617, and 620, Florida Statutes.

FOURTH: If applicable, the attached plan of merger was approved by the other business entities that are parties to the merger in accordance with the respective laws of all applicable jurisdictions.

FIFTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity

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TALLAHASSEE, FLORIDA

appoints the Florida Secretary of State as its agent for substitute service of process pursuant to Chapter 48, Florida Statutes, in any proceeding to enforce any obligation or rights of any dissenting shareholders, partners, and members of each domestic corporation, partnership, limited partnership and limited liability company that is a party to the merger.

SIXTH: If not incorporated, organized, or otherwise formed under the laws of the state of Florida, the surviving entity agrees to pay the dissenting shareholders, partners, and members of each domestic corporation, partnership, limited partnership and limited liability company that is a party to the merger the amount, if any, to which they are entitled under FS §§607.1302, 620.205, and 608.4384.

SEVENTH: If applicable, the surviving entity has obtained the written consent of each shareholder, member or person that as a result of the merger is now a general partner of the surviving entity pursuant to FS §§607.1108(5), 608.4381(2), and 620.202(2).


EIGHTH: The merger is permitted under the respective laws of all applicable jurisdictions and is not prohibited by the agreement of any partnership or limited partnership or the regulations or articles of organization of any limited liability company that is a party to the merger.

NINTH: The merger shall become effective as of the date the articles of merger are filed with Florida Department of State

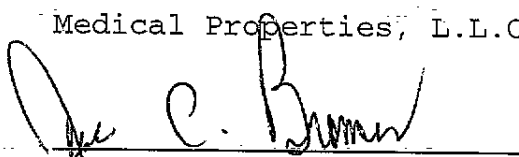
TENTH: The articles of merger comply and were executed in accordance with the laws of each party's applicable jurisdiction

IN WITNESS WHEREOF, the undersigned has executed these Articles of Merger this 10th day of January, 2002.

Medical Properties, Inc.


By: Jesse C. Brannen
Its: President

Medical Properties, L.L.C.


By: Jesse C. Brannen
Its: Member

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DEPARTMENT OF
STATE

STATE OF FLORIDA
COUNTY OF ALACHUA

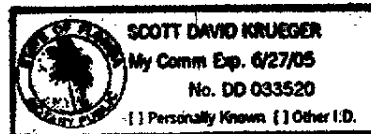
BEFORE ME, the undersigned authority, personally appeared Jesse C. Brannen, to me personally known (yes ☒ no ☐) or who produced _____ as identification to be the person who executed the foregoing Articles of Merger and he acknowledged to and before me that he executed such instrument as an authorized officer of Medical Properties, Inc., and a Member of Medical Properties, L.L.C.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this
 ____ day of January, 2002.

Notary Public
Printed Name: Scott David Kueger

Printed Name: Scott David Kueger

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TALLAHASSEE, FLORIDA

PLAN OF MERGER

The following plan of merger, which was adopted and approved by each party to the merger in accordance with FS §§607.1107, 617.1103, 608.4381, and 620.202, is being submitted in accordance with FS §§607.1108, 608.438, and 620.201.

FIRST: The exact name and jurisdiction of each merging party are as follows:

Name: Medical Properties, Inc. Jurisdiction: Florida;
Medical Properties, L.L.C. Jurisdiction: Florida.

SECOND: The exact name and jurisdiction of the surviving party are as follows:

Name: Medical Properties, L.L.C. Jurisdiction: Florida.

THIRD: The terms and conditions of the merger are as follows:

Shareholders of Medical Properties, Inc. shall accede to the same percentage ownership of Medical Properties, L.L.C.

FOURTH:

A. The manner and basis of converting the interests, shares, obligations or other securities of each merged party into the interests, shares, obligations or other securities of the survivor, in whole or in part, into cash or other property are as follows: the owners of Medical Properties, Inc. shall receive an equal ownership interest in Medical Properties, L.L.C.

B. The manner and basis of converting rights to acquire interests, shares, obligations or other securities of each merged party into rights to acquire interests, shares, obligations or other securities of the surviving entity, in whole or in part, into cash or other property are not applicable

FIFTH: Since a limited liability company is the surviving entity and it is to be managed by one or more managers, the name(s)

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JANUARY 11, 2022
TALLAHASSEE, FLORIDA

and address(es) of the manager(s) are as follows:

Jesse C. Brannen
4881 Northwest 8th Avenue, Suite 2
Gainesville, Florida 32606

Oscar B. Depaz
4881 Northwest 8th Avenue, Suite 2
Gainesville, Florida 32606

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