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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

300005577753--3

-05/21/02--01073--001

*****87.50 *****87.50

SUBJECT: ADVANCED HEART CENTER, L.L.C.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

7000055777337--1

-05/21/02--01059--018

*****87.50 *****87.50

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: George J. Mitar III, Esq.

Name (Printed or typed)

1533 Hendry Street, Suite 100

Address

Fort Myers, Florida 33901

City, State & Zip

239-980-9994

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 MAY 21 AM 9:36

FILED

NOTE: Please provide the original and one copy of the articles.

M THOMAS
5/24

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY
OF
ADVANCED HEART CENTER, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby adopts, makes acknowledges, and files the following Articles of Organization for Florida Limited Liability Company.

ARTICLE 1. NAME

The name of the limited liability company shall be:

ADVANCED HEART CENTER, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the company shall be:

12 Falconwood Court
Fort Myers, Florida 33919

ARTICLE III. DURATION

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

ARTICLE IV. REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is:

George J. Mitar III, Esq.
1533 Hendry Street
Suite 100
Fort Myers, Florida 33901

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TALLAHASSEE, FLORIDA

ARTICLE V. PURPOSES AND POWERS

The purpose and character of the company is to engage in any activity or business authorized under the Florida Statutes. In general, the Limited Liability Company shall carry on any and all incidental business; to have and exercise all the powers conferred by the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do. The Company shall have all powers granted to limited liability companies under Florida law.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit, the Limited Liability Company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE VI. INDEMNIFICATION

The Limited Liability Company shall, to the fullest extent permitted by law, be entitled to indemnify any Member for any liability incurred in connection with any action, if such Member acted in good faith and in a manner it reasonably believed to be in furtherance of, or not opposed to, the best interests of the Limited Liability Company. The Limited Liability Company shall indemnify any person who is or was a party, or who is threatened to be made a party, to any threatened, pending, or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a Member, managing Member or employee of the Limited Liability Company, or is or was serving at the request of the Limited Liability Company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and, with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the Limited Liability Company.

ARTICLE VII. LIMITATION OF LIABILITY OF MEMBER(S)

The personal liability of the Member(s) to the Limited Liability Company and other Member(s) shall be limited to the maximum extent allowed by Florida law and there shall be no Member who is personally liable for the debts of, or claims against, the Limited Liability Company.

VIII. ADMISSION OF NEW MEMBERS

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 only 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 all the other members of the company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

IX. TERMINATION OF EXISTENCE

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 terminated the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining member(s).

X. MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members of 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 name and address of the initial manager of the company is:

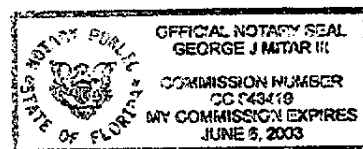
James F. Butler, D.O.
12 Falconwood Court
Fort Myers, Florida 33919

The undersigned organizer has made and subscribed these Articles of Organization on
Myers, Florida, for the foregoing uses and purposes, this 13th day of May, 2002.

STATE OF FLORIDA
COUNTY OF LEE

Sworn to and subscribed before me this 13th day of May 2002, by James F. Butler, who is personally known to me.

Notary Public - State of Florida
George J. Mitar III



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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

STATEMENT OF REGISTERED AGENT

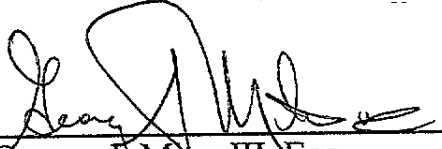
Limited Liability Company:

Advanced Heart Center, L.L.C.

REGISTERED AGENT/OFFICE:

George J. Mitar III, Esq.
1533 Hendry Street
Suite 100
Fort Myers, Florida 33901

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Statement. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


George J. Mitar III, Esq.

Date: May 13, 2002

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02 MAY 21 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA