

LAW OFFICES  
HARBSMEIER, DEZAYAS & APPEL, LLP

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2455 EAST SUNRISE BOULEVARD, SUITE 511  
FT. LAUDERDALE, FLORIDA 33304

TELEPHONE: (954) 564-8165  
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**L02000018778**  
June 19, 2002

Florida Department of State  
Division of Corporations  
New Filings  
409 East Gaines Street  
Tallahassee, FL 32399

800005900108--3  
-06/21/02--01023--010  
\*\*\*\*125.00 \*\*\*\*125.00

Re: FLORIDA URGENT CARE CENTERS, LLC

Dear Sirs:

Enclosed for filing are the following documents:

1. Original and one copy of Articles of Organization of FLORIDA URGENT CARE CENTERS, LLC.
2. Original and one copy of Certificate of Designation Registered Agent/Office.

We are also enclosing our firm's check in the amount of \$125.00 covering the filing fee as well as a stamped, self-addressed envelope in order that you may return to us a copy of the above-mentioned documents once they have been filed.

Very truly yours,

  
Timothy M. Hartley

TMH  
Encl.

Effective Date  
7-22-02

W02-18284  
JB  
7-25-02

02 JUL 23 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 16, 2002

TIMOTHY M. HARTLEY  
LAW OFFICES HARBSMEIER, DEZAYAS & APPEL  
2455 E SUNRISE BLVD, STE 511 INT'L BLDG  
FT LAUDERDALE, FL 33304

SUBJECT: FLORIDA URGENT CARE CENTERS, LLC  
Ref. Number: W02000018284

We have received your document for FLORIDA URGENT CARE CENTERS, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on June 21, 2002. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 802A00043755

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AND  
FILED  
02 JUL 23 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

June 24, 2002

TIMOTHY M. HARTLEY  
LAW OFFICES HARBSMEIER, DEZAYAS & APPEL  
2455 E SUNRISE BLVD, STE 511 INT'L BLDG  
FT LAUDERDALE, FL 33304

SUBJECT: FLORIDA URGENT CARE CENTERS, LLC  
Ref. Number: W02000018284

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Trevor Brumbley  
Document Specialist

Letter Number: 202A00040480

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TALLAHASSEE, FLORIDA

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## **ARTICLES OF ORGANIZATION**

### **Article I. Name**

The name of this Florida limited liability company is:

**FLORIDA URGENT CARE CENTERS, LLC**

### **Article II. Duration**

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's Regulations or these Articles of Organization.

### **Article III. Address**

The mailing address and the street address of the Company is:

Florida Urgent Care Centers, LLC  
800 East Hallandale Beach Boulevard, Suite 26  
Hallandale Beach, Florida 33009

### **Article IV. Registered Agent**

The name and address of the registered agent of the Company is:

Timothy M. Hartley, Esq.  
2455 East Sunrise Boulevard, Suite 511  
Fort Lauderdale, Florida 33304

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TALLAHASSEE, FLORIDA

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### **Article V. Percentage Interest: Membership Certificate**

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a Membership Certificate issued by the Company.

## **Article VI. Dissolution**

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

## **Article VII. Transferability of Member's Interest**

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the Units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

## **Article VIII. Management**

The management of the Company is reserved to the members. The name and address of each member is:

Don Edward Friedewald, Jr.  
800 East Hallandale Beach Boulevard, Suite 26  
Hallandale Beach, Florida 33009

Andre Stachewitsch  
800 East Hallandale Beach Boulevard, Suite 26  
Hallandale Beach, Florida 33009

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TALLAHASSEE, FLORIDA

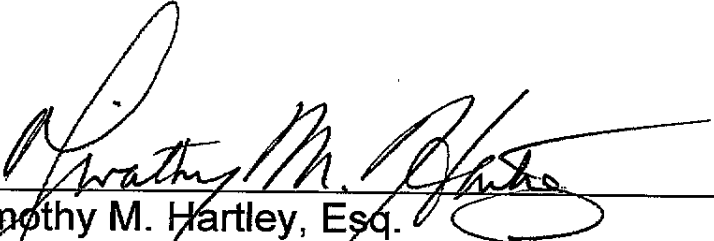
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AND  
FILED

## **Article IX. Purpose of the Company**

The purpose of the Company shall be to engage in any lawful commercial act or activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

**Article X. Company Existence**

The Company's existence shall begin effective as of July 22, 2002

  
\_\_\_\_\_  
Timothy M. Hartley, Esq.  
Authorized Representative of Member

Date: 7/22/02

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02 JUL 23 AM 9:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**LIMITED LIABILITY COMPANY:**

**FLORIDA URGENT CARE CENTERS, LLC**

**REGISTERED AGENT/OFFICE:**

Timothy M. Hartley, Esquire.  
2455 East Sunrise Boulevard, Suite 511  
Fort Lauderdale, Florida 33304

I agree to act as registered agent to accept service of process for the company named above at the place designated in this Certificate. 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.

  
Timothy M. Hartley, Esquire

Date: 7/22/02

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TALLAHASSEE, FLORIDA