

LD2000020005

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*CERTIFIED CIVIL MEDIATOR

July 18, 2002

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: FAL, LLC
Our File #: 01-233.2

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-08/06/02--01018--002
****160.00 ****160.00

Dear Sir/Madam:

LD2-20005

Enclosed please find an original and one (1) copy of the Articles of Organization of FAL, Limited Liability Company.

Also enclosed please find this firm's check in the amount of \$155.00 for the following:

Filing Fee and Registered Agent Fee	\$125.00
Certified Copy	30.00
Certificate	5.00
	<u>\$165.00</u>

LD2/7

For your convenience, I have enclosed a self-addressed stamped envelope for the return copy. We appreciate your cooperation in this matter. If you require any further information or have any questions, please advise.

Sincerely yours,

David E. Menet

LD2-21136

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DIVISION OF CORPORATIONS
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DEM/jw
Enclosures

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

July 23, 2002

DAVID E. MENET
LAW OFFICES SALTER, FEIBER, YENSER, ET A
P.O. BOX 357399
GAINESVILLE, FL 32635-7399

SUBJECT: FAL, LLC
Ref. Number: W02000021136

We have received your document for FAL, LLC. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$125.00. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

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: 902A00044712

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**ARTICLES OF ORGANIZATION OF
FAL, LIMITED LIABILITY COMPANY**

The undersigned certify they are members of a group that has associated for the purpose of becoming a limited liability company under the laws of the State of Florida which provide for the formation, rights, privileges, and immunities of limited liability companies for profit. They further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be FAL, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the limited liability company is 6440 W. Newberry Road, Suite 502, Gainesville, Florida 32605, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

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**ARTICLE III
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of 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.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or

department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

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 IV EXERCISE OF POWERS; AMENDMENT

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. These Articles may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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**ARTICLE V
MEMBER MANAGEMENT**

Management of this limited liability company is reserved to its members.

**ARTICLE VI
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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 limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VII
DURATION**

This limited liability company shall exist until dissolved in a manner provided by law or provided in the regulations adopted by the members.

**ARTICLE VIII
EFFECTIVE DATE**

The effective date for this limited liability company shall be the date of filing.

**ARTICLE IX
REGISTERED AGENT, REGISTERED OFFICE
AND REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the registered agent are:

DAVID E. MENET
3940 NW 16th Blvd., Bldg. B
Gainesville, Florida 32605

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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.



Registered Agent's Signature

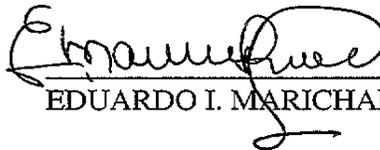
Signatures of Member

In accordance with §608.408(3), Fla. Stat., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Date 7/18/02



GREGORY J. BAILEY, Member



EDUARDO I. MARICHAL, Member

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