

*The Law Office of Leslie Quinn, P.A.*  
Leslie Quinn, P.A. is a Florida  
**02000020193**  
(7)

Aff. Art. V - "Exhibit A"  
00789-02870 - 00924-00677 July 26, 2002

Via U.S. Mail

Department Of The State  
Division of Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Quality Care LLC

Dear Department Of State Representative,

Enclosed are the articles of organization for the LLC named Quality Care LLC.  
Also enclosed are the registered agent designation, and the certificate of conversion.

Payment in the amount of \$155.00 is being made in order to file the articles of organization, the registered agent designation, certificate of conversion and request for a certificate of status. Please forward the certificate of status to my attention at the address listed below.

Should you have any further questions or require additional information, please do not hesitate to contact my office. Thank you for your assistance.

Sincerely,



Leslie Quinn, P.A.

LQ :jam  
encls.  
02-025

**FILED**  
02 AUG 14 AM 3:26  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

August 7, 2002

LESLIE QUINN, P.A.  
THE LAW OFFICE OF LESLIE QUINN, P.A.-  
P.O. BOX 830418  
OCALA, FL 34483-0418

SUBJECT: QUALITY CARE LLC  
Ref. Number: W02000022774

We have received your document for QUALITY CARE LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Remove Article V which refers to the Exhibit A.,

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) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 302A00047112

## CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:  
Quality Care (a General Partnership)

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: 1/26/01
- B. Jurisdiction: Marion County, FL.
- C. If different from the above noted jurisdiction, the jurisdiction immediately prior to its conversion: \_\_\_\_\_

THIRD: The name of the limited liability company as set forth in the attached articles of organization is:

Quality Care, L.L.C.

Franklin Lee Queen, Sr. and Scot Canvey

Signature of a Member or an Authorized Representative of a Member  
(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Franklin Lee Queen, Sr. and Scot Canvey

Typed or Printed Name of Signee

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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FILED

### FILING FEES:

- \$100.00 Filing Fee for Articles of Organization
- \$ 25.00 Filing Fee for Registered Agent Designation
- \$ 25.00 Filing Fee for Certificate of Conversion
- \$ 30.00 Certified Copy (optional)
- \$ 5.00 Certificate of Status (optional)

(Note: Section 608.439, F.S., does not provide for a corporation to convert to a limited liability company.)

ARTICLES OF ORGANIZATION  
OF

Quality Care, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

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

ARTICLE II -- ADDRESS

The mailing address of the business is P.O. Box 11262, Ocala, FL 34473 and the street address of the principal office of the company is 17411 SW 27<sup>th</sup> Circle, Ocala, FL 34473.

ARTICLE III -- DURATION

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

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Shirley Maxine Queen, 17411 SW 27<sup>th</sup> Circle, Ocala, FL 34473.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company in cash, services and property.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

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CLERK OF STATE  
TALLAHASSEE FLORIDA

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

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 terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by all members in accordance with regulations adopted by the members for 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 managers are: Franklin Lee Queen, Jr., Scot Lee Cawvey, Stacey Leon Cawvey, and Franklin Lee Queen, Sr. of 17411 SW 27<sup>th</sup> Circle, Ocala, FL 34473.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at 3120 SW 34th. Ave., Ocala, FL 34474 on this the 29<sup>th</sup> day of July, 2002.

Eleanor M Fox  
(name, typed or printed)  
Witness ELEAOR M FOX

Franklin Lee Queen, Jr.  
Seal  
Franklin Lee Queen, Jr.  
Member

Eleanor M Fox  
(name, typed or printed)  
Witness

Stacy Leon Cawvey  
Seal  
Stacy Leon Cawvey  
Member

Eleanor M Fox  
(name, typed or printed)  
Witness

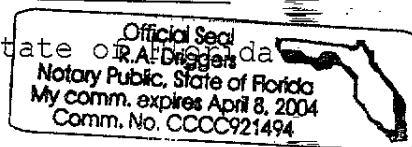
Eleanor M Fox  
(name, typed or printed)  
Witness

Scot Lee Cawvey  
Seal  
Scot Lee Cawvey  
Member

Franklin Lee Queen, Sr.  
Seal  
Franklin Lee Queen, Sr.  
Member

Sworn to and subscribed before me on this the 29th day of July 2002, Franklin Lee Queen, Jr., Stacy Leon Cawvey, Scot Lee Cawvey, and Franklin Lee Queen, Sr., who ~~are~~ personally known to me/produced identification..... Type of identification produced: Florida Drivers Licenses and or \_\_\_\_\_

R.A. Duggan  
Notary Public -- State of Florida  
(Seal)



Franklin L. Queen Jr.  
Iss. by FL Type DL Iss. Date 112900  
ID # Q50025276 2690X072907  
WPH \_\_\_\_\_  
ID/TYPE \_\_\_\_\_

Stacy Leon Cawvey  
Iss. by FL Type DL Iss. Date 101700  
ID # C100792670480X020807  
WPH \_\_\_\_\_  
ID/TYPE \_\_\_\_\_

Scot Lee Cawvey  
Iss. by FL Type DL Iss. Date 042399  
ID # C100792704300X113005  
WPH \_\_\_\_\_  
ID/TYPE \_\_\_\_\_

Franklin Lee Queen  
Iss. by FL Type DL Iss. Date 71900  
ID # Q500252483460X092606  
WPH \_\_\_\_\_  
ID/TYPE \_\_\_\_\_

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

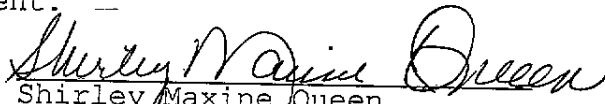
Under the provisions of F.S. 608.415 or 608.507, Quality Care, L.L.C., submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Quality Care, L.L.C.

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

Shirley Maxine Queen     —  
17411 SW 27<sup>th</sup> Circle     —  
Ocala, FL 34473         —

The undersigned, being the person named in the articles of organization of Quality Care, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent. —

  
Shirley Maxine Queen  
Registered Agent