



# L 02000022301

ACCOUNT NO. : 072100000032

REFERENCE : 719156 137709A

AUTHORIZATION :

COST LIMIT : \$ 155.00

*Patricia Pizito*

ORDER DATE : August 26, 2002

ORDER TIME : 10:31 AM

ORDER NO. : 719156-005

CUSTOMER NO: 137709A

400007344064--2

CUSTOMER: Ted R. Tamargo, Esq  
Gardner Wilkes Shaheen &  
Candelora  
2650 Suntrust Financial Center  
401 East Jackson Street  
Tampa, FL 33602

DOMESTIC FILING

NAME: VENICE CARDIOVASCULAR  
ASSOCIATES, P.L.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115  
EXAMINER'S INITIALS:

FILED  
02 AUG 26 AM 8:15  
TALLAHASSEE, FLORIDA

FILED RECEIVED  
02 AUG 28 AM 8:10  
TALLAHASSEE, FLORIDA

12250-659, 671

1002-24745  
8/29/02



FLORIDA DEPARTMENT OF STATE

Jim Smith  
Secretary of State

August 26, 2002

CSC

SUBJECT: VENICE CARDIOVASCULAR ASSOCIATES, P.L.  
Ref. Number: W02000024745

We have received your document for VENICE CARDIOVASCULAR ASSOCIATES, P.L. and the authorization to debit your account in the amount of \$155.00. However, the document has not been filed and is being returned for the following:

A brief description of the entity's nature of business must be included in the document.

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) 245-6097.

Marsha Thomas  
Document Specialist

Letter Number: 702A00049865

**ARTICLES OF ORGANIZATION  
OF  
VENICE CARDIOVASCULAR ASSOCIATES, P.L.**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of forming a professional limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of this company is VENICE CARDIOVASCULAR ASSOCIATES, P.L.

**ARTICLE II  
PERIOD OF DURATION**

This company shall commence as of the date these Articles of Organization are filed with the Department of State of the State of Florida and shall exist perpetually thereafter, unless this company is dissolved pursuant to the terms of the operating agreement for this company or by operation of law.

**ARTICLE III  
BUSINESS, OBJECTS OR PURPOSES**

The general nature of the business to be transacted by this company, or the objects or purposes of this company, shall be as follows:

(a) To engage solely and specifically in the business of carrying on the general practice of medicine, including but without limitation the performance of cardiovascular and other types of surgery, the provision of related medical services and all activities necessary, customary, convenient, or incident to the practice of medicine.

(b) To invest in real estate, mortgages, stocks, bonds or any other type of investments.

(c) To own real and personal property necessary for the rendering of the above professional services.

(d) In general, to have and exercise all powers conferred by the laws of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

FILED  
02 AUG 26 AM 8:15  
CLERK OF DISTRICT COURT  
TAMPA, FLORIDA

#### ARTICLE IV PRINCIPAL OFFICE

The mailing address and the street address of the principal office of this company shall be 1511 S.W. First Avenue, Ocala, Florida 34474.

#### ARTICLE V REGISTERED OFFICE AND REGISTERED AGENT

The initial registered office of this company shall be located at 401 East Jackson Street, Suite 2650, Tampa, Florida 33602, and the initial registered agent of this company at such office shall be Merrill A. Gardner.

#### ARTICLE VI MANAGEMENT OF COMPANY

This company shall be a member-managed company. The name and street address of the initial sole member of this company are as follows:

Name:

Address:

Michael J. Carmichael, M.D., P.A.

1511 S.W. First Avenue  
Ocala, Florida 34478-3130

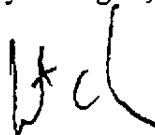
#### ARTICLE VII OPERATING AGREEMENT

The power to adopt the operating agreement for this company, to alter, amend or repeal the operating agreement, or to enter into a new operating agreement, shall be vested in the members of this company. The operating agreement for this company shall be for the government of this company and may contain provisions or requirements for the management or conduct of the affairs and business of this company, provided the same are not inconsistent with the provisions of these Articles of Organization, or contrary to the laws of the State of Florida or of the United States.

#### ARTICLE VIII AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended at any time by the members of this company.

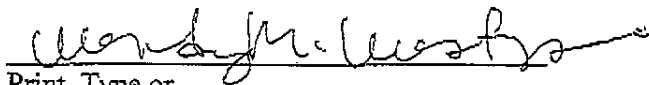
IN WITNESS WHEREOF, the undersigned authorized representative of a member of this company has executed these Articles of Organization this 28<sup>th</sup> day of August, 2002.



Merritt A. Gardner, Authorized Representative

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 28<sup>th</sup> day of August, 2002, by Merritt A. Gardner, as authorized representative of a member of this company. He is personally known to me.

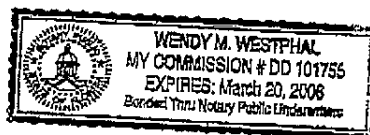


Print, Type or

Stamp Name: WENDY M. WESTPHAL

Notary Public, State of Florida

Serial No., if any: \_\_\_\_\_



02 AUG 26 AM 8:15  
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

MERRITT A. GARDNER, having been named as registered agent to accept service of process for **VENICE CARDIOVASCULAR ASSOCIATES, P.L.**, a Florida professional limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered office:

401 E. Jackson St., Suite 2650  
Tampa, Florida 33602

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 28<sup>th</sup> day of August, 2002.

*MAG*

\_\_\_\_\_  
MERRITT A. GARDNER

02 AUG 26 AM 8:15  
TALLAHASSEE, FLORIDA