

LD300000545

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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WAIT

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MAIL

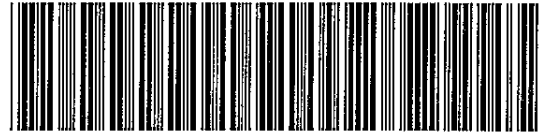
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

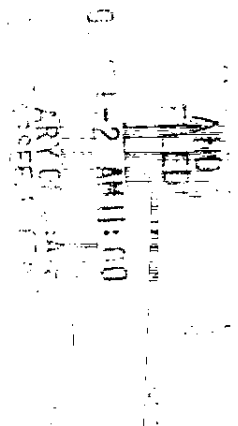
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*ALSO ADMITTED IN
THE DISTRICT OF COLUMBIA
**ALSO ADMITTED IN
CALIFORNIA

December 31, 2002

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Indian River Medical Associates, LLC

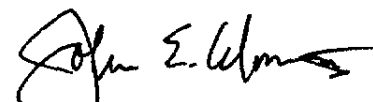
Dear Sir/Madam:

With respect to the above-referenced Florida Limited Liability Company, enclosed please find the following items for filing to be effective January 1, 2003:

- 1) Certificate of Conversion, with one original and one copy of the Articles of Organization (including Registered Agent Designation), and this firm's check for \$185 in payment of filing fees for the above plus fees for a certified copy of the Certificate of Conversion and a certificate of status.
- 2) Cancellation of Partnership Registration, with this firm's check for \$86.25 in payment of the filing fee plus fees for a certified copy of the Cancellation and a certificate of status.
- 3) Registration of Fictitious Name, with this firm's check for \$60 in payment of the filing fee plus the fee for a certificate of status.

Please call if you have any questions. Thank you very much for your assistance.

Very truly yours,


John E. Moore, III

cc: Debra Coburn (w/encs)

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:

Indian River Medical Associates

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

- A. Date: September 6, 1978
- B. Jurisdiction: Florida
- 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:

Indian River Medical Associates, LLC

N. Keith Kirby, MD - Partner
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.)

N. Keith Kirby, MD - Partner
Typed or Printed Name of Signee

FILED
03 MAY -2 AM 11:00
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

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
FOR
Indian River Medical Associates, LLC,
a Florida Limited Liability Company**

**ARTICLE 1
Name**

The name of the Limited Liability Company is: **Indian River Medical Associates, LLC.**

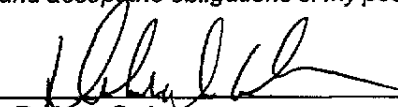
**ARTICLE II
Address**

The mailing address and street address of the principal office of the Limited Liability Company is: **777 37th Street, Suite B-100, Vero Beach, Florida 32960.**

**ARTICLE III
Registered Agent & Signature; Registered Office**

The name and Florida mailing and street address of the registered agent are: **Debra Coburn, 777 37th Street, Suite B-100, Vero Beach, Florida 32960.**

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, F.S.


Debra Coburn

**ARTICLE IV
Management**

The Limited Liability Company shall be member-managed, pursuant to an operating agreement signed by all of the members.

03 JAN -2 AM 11:00
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AND
RECORDS
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RECORDS
MANAGEMENT
TALLAHASSEE, FLORIDA

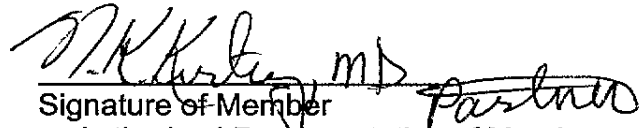
ARTICLE V
Additional Members

Additional members may be admitted to the limited liability company upon the written consent of each of the members.


ARTICLE VI
Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, all of the remaining members may consent to continue the business.

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.


Signature of Member
or Authorized Representative of Member

N. Keith Kirby, MD
Type or print name

 September 3, 2002
Dated: ~~April~~

03 JAN -2 AM 11:06
FILED
CLERK OF COURT
JANUARY 2 2002
CLERK OF COURT
JANUARY 2 2002