

L030000043761

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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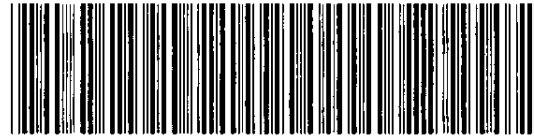
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

T. HAMPTON

FEB -2 2010

EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: ASHLEY SMITH

DATE: 02-02-2010

REF. #: 000177.119170

CORP. NAME: M.C.D. LLC

- |  |   |  |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input checked="" type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK           | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP              | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                           | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |  |
| <input type="checkbox"/> OTHER:                      |   |  |

STATE FEES PREPAID WITH CHECK# 533549 FOR \$ 25.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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☐ CERTIFICATE OF STATUS

☒ PLAIN STAMPED COPY

Examiner's Initials

**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION  
OF  
M.C.D., LLC**

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The limited liability company's present name is and shall remain M.C.D., LLC. The date of filing of M.C.D., LLC's original articles of organization with the Florida Department of State was November 12, 2003 under document number L03000043761. The undersigned, being authorized by all of the Members of M.C.D., LLC to execute and file these Amended and Restated Articles of Organization of M.C.D., LLC (the "Limited Liability Company"), hereby submit the following Amended and Restated Articles of Organization for the Limited Liability Company:

**ARTICLE I — Name:**

The name of the Limited Liability Company is M.C.D., LLC.

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Limited Liability Company is 1400 Education Way, Port Charlotte, Florida 33948.

**ARTICLE III — Duration:**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV — Registered Agent:**

The name and address of the registered agent for service of process in the state shall be:

Stephen Helgemo, M.D.  
1400 Education Way  
Port Charlotte, Florida 33948

**ARTICLE V — Management:**

The Limited Liability Company will be a manager-managed company.

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These Amended and Restated Articles of Organization have been duly executed and are being filed in accordance with Section 608.411 of the Florida Statutes.

**IN WITNESS WHEREOF**, the undersigned, as the Managers of the Limited Liability Company and as the authorized representatives of all of the Members, have executed the foregoing Amended and Restated Articles of Organization as of this 15<sup>th</sup> day of February, 2010.

  
\_\_\_\_\_  
Stephen Helgemo, M.D.

  
\_\_\_\_\_  
Matthew Bagan, M.D.

  
\_\_\_\_\_  
Dale Greenberg, M.D.

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**STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT**

**M.C.D., LLC**

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by 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 the obligations of my position as a registered agent as provided for in Chapter 608, Florida Statutes.*

  
\_\_\_\_\_  
Stephen Helgemo, M.D.

Dated: February 1, 2010

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