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TALLAHASSEE, FLORIDA

6p

ROBERT J. GORMAN, P.A.

A Professional Association
1209 Delaware Avenue
Fort Pierce, Florida 34950-4049
(772)465-5311
(772)465-5722 Fax

Robert J. Gorman, Esquire
=====

Michael P. McSoley, Esquire

Courthouse Box 113 (SLC)

☒ U.S. Mail ☐ Fax Transmission @ ____:____.m. ☐ Certified Mail ☐ Overnight Delivery ☐ Hand Delivery
() Pages

October 27, 2004

Secretary of State - Division of Corporations
Limited Liability Filing
Post Office Box 6327
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RE: OCEANSIDE LUXURY CARE, L.L.C.

W04-40779

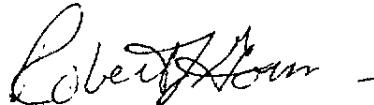
Gentlemen:

Enclosed herewith please find Article of Organization of Oceanside Luxury Care, L.L.C., which is being forwarded to you for filing. You will additionally find this firm's check in the amount of \$135.00 which represents the filing fee of \$100.00, certified copy fee of \$30.00, and certificate of status fee of \$5.00.

When the same has been filed, kindly provide the undersigned with a certified copy as well as a certificate of status.

Thank you for your attention to this matter.

Very truly yours,



Robert J. Gorman

RJG/cat

Enclosures

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Oceanside Luxury Care, LLC

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04 NOV 10 PM 3:28
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
LLP, L.P., S.C., F.S.C.
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☐ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name SP Date 11/10/04 Time 9:25

Walk-In Will Pick Up



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

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04 NOV 10 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

November 5, 2004

ROBERT J. GORMAN
ROBERT J. GORMAN, P.A.
1209 DELAWARE AVENUE
FORT PIERCE, FL 34950-4049

SUBJECT: OCEANSIDE LUXURY CARE, L.L.C.
Ref. Number: W04000040779

We have received your document for OCEANSIDE LUXURY CARE, L.L.C. and check(s) totaling \$135.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$25.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

Please return 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) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 804A00063634

Articles of Organization of OCEANSIDE LUXURY CARE, L.L.C.

FILED
04 NOV 10 PM 3:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby enter into these Articles of Organization of a Limited Liability Company, by and between Hayes Medical Associates, P.A., and pursuant to Chapter 608, Florida Statutes, hereby organize OCEANSIDE LUXURY CARE, L.L.C., and further agree:

ARTICLE I

The name of the Limited Liability Company is OCEANSIDE LUXURY CARE, L.L.C.

ARTICLE II

These Articles of Organization shall be effective upon filing with the Florida Department of State.

ARTICLE III

The Limited Liability Company is organized for the purposes as follows:

- (a) To engage generally in the practice of medicine, manage and operate medical practices and all related activities within the State of Florida, for all persons, entities, governmental bodies and corporations for which the corporation shall have qualified;
- (b) To deal generally with members of the public to provide medical services, and related activities;
- (c) To perform fully any agreement with any member of the Limited Liability Company;
- (d) To have all of the powers of Limited Liability Companies generally organized and existing under Chapter

608, Florida Statutes or such powers as shall hereafter be conferred upon such companies by the laws of the State of Florida.

ARTICLE IV

The Limited Liability Company initially shall have more than one place of business but its registered office shall be 1209 Delaware Avenue, Fort Pierce, Florida 34957. It's initial registered agent shall be Robert J. Gorman, Esquire at 1209 Delaware Avenue, Fort Pierce, FL 34950. The principal and mailing address is 10873 S. Ocean Drive, Jensen Beach, FL 34957.

ARTICLE V

The total amount of cash and agreed upon value of property other than cash contributed to the Company is as follows:

Cash	\$
Receivables	\$
Agreed Value of Property	\$
(Property consists of	

Additional contributions are not contemplated or required.

ARTICLE VI

Additional members may be admitted upon such terms, conditions, agreements and understandings as shall be agreed upon by the members including contributions to capital, future contributions of capital. No new member whether by acquisition of a capital position or acquisition in whole or in part of another member's interest in the Company shall be allowed except upon the mutual consent and agreement of each member to the proposed transfer or assignment or entry which consent shall be in writing; provided, however, that even lacking such

unanimous written consent, such transferee may, without having any participation or right of participation in the management and affairs of the Company or to become a member with full rights, shall be entitled to the share of profits or other income or return of contributions to which such person would otherwise be entitled based upon the proportionate share of capital of such person.

ARTICLE VII

Upon the death, retirement, resignation, bankruptcy, expulsion or dissolution of a member which is a corporate association or trust, or the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall continue business unless a majority in interest of all of the remaining members determine, in writing, to terminate the Company, in which event Articles of Dissolution shall be prepared and filed.

ARTICLE VIII

The Company shall be managed by a manager or managers which shall be selected by the members on an annual basis and which manager or managers shall continue in such capacity until their successor(s) are duly elected and qualified and assume their duties. The initial manager who shall serve until the first annual meeting of or until his successor is elected and qualified is: Carolyn W. Hayes, RN MBA at 10873 S. Ocean Drive, Jensen Beach, FL 34957.

IN WITNESS WHEREOF the undersigned has set his hand and seal this ____ day of
October, 2004.

(Member)
HAYES MEDICAL ASSOCIATES, P.A.

By: Robert J. Gorman
Robert J. Gorman, Esquire as agent
for Hayes Medical Associates, P.A.

STATE OF FLORIDA

COUNTY OF ST. LUCIE

BEFORE ME, the undersigned authority, personally appeared Robert J. Gorman, Esquire,
as agent for Hayes Medical Associates, P.A., who is ☐ personally known to me or has ☐
produced a _____ Driver's license as identification.

WITNESS my hand and official seal, in the County and State last aforesaid this ____
day of October, 2004.

My Commission Expires:

Notary Public

**ACKNOWLEDGMENT AND ACCEPTANCE OF
REGISTERED AGENT**

The undersigned, having been named as the Registered Agent for OCEANSIDE
LUXURY CARE, L.L.C., and as agent to accept service of process of such limited liability
company, at the place designated in Article IV, does hereby accept to act in this capacity, and
agrees to comply with the provisions of the Limited Liability Company Act, Chapter 608 of the
Florida Statutes.

Robert J. Gorman
Robert J. Gorman (Registered Agent)