

L04000092214

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

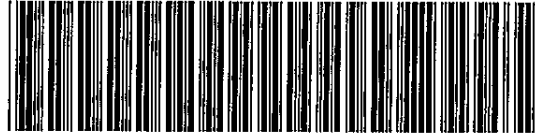
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000042985190

04 DEC 21 PM 5:37  
TALLAHASSEE, FLORIDA

04 DEC 21 PM 5:37  
TALLAHASSEE, FLORIDA

04 DEC 21 PM 5:37  
TALLAHASSEE, FLORIDA  
FILED



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 099433 7108498

AUTHORIZATION :

*Patricia Piquero*

COST LIMIT : \$ 155.00

04 DEC 21 PM 5:37  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ORDER DATE : December 21, 2004

ORDER TIME : 2:53 PM

ORDER NO. : 099433-005

CUSTOMER NO: 7108498

CUSTOMER: Richard J. Alan Cahan, Esq  
Becker & Poliakoff, P.a.

Suite 1000, Alhambra Towers  
121 Alhambra Plaza  
Coral Gables, FL 33134

DOMESTIC FILING

NAME: OPHTHO EQUIPMENT LEASING,  
L.L.C.

EFFECTIVE DATE:

- XX ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: \_\_\_\_\_

Articles of Organization

for

OPHTHO EQUIPMENT LEASING, L.L.C.

FILED  
04 DEC 21 PM 5:37  
TALLAHASSEE STATE  
TALLAHASSEE, FLORIDA

The undersigned person, acting as the organizer of a limited liability company under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization:

1. **Name.** The name of this limited liability company is "OPHTHO EQUIPMENT LEASING, L.L.C." ("Company").
2. **Duration.** The Company's period of duration shall be perpetual from the date of the filing of these Articles of Organization with the Florida Secretary of State, unless sooner dissolved by the members or as provided by statute.
3. **Purpose.** The Company is organized to conduct all lawful purposes allowed under the Florida Limited Liability Company Act.
4. **Principal Place of Business.** The mailing and street address of its initial principal place of business is:  
  
801 U. S. Highway 27 South  
Sebring, FL 33870
5. **Registered Agent and Office.** The name and address of its registered agent, whose "Consent to Appointment as Registered Agent" is included with these Articles, is:  
  
RICHARD J. ALAN CAHAN, ESQ., Esq.  
Becker & Poliakoff, P.A.  
121 Alhambra Plaza, 10<sup>th</sup> Floor  
Coral Gables, FL 33134  
  
The address of its registered office is:  
  
121 Alhambra Plaza, 10<sup>th</sup> Floor  
Coral Gables, FL 33134
6. **Capitalization.** The capital contribution of its single member has a value of \$1,000.00.
7. **Additional Capital Contributions of Members.** Additional capital contributions may be contributed only upon the unanimous vote of the members, and no additional capital contribution will ever be required at the request of non-member third parties.

- 8. **Admission of Additional Members.** Additional members may be admitted only upon such terms as are unanimously agreed to by all members pursuant to the applicable provisions in the Operating Agreement.
- 9. **Continuity.** The members have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or occurrence of any other event which terminates the continued membership of a member in the Company. Continuation may occur only pursuant to the terms of the Operating Agreement and with the unanimous vote of the members.
- 10. **Management.** The business of the Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and mailing address of the initial Managing Director of the Company is:

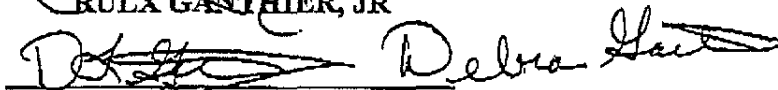
Rulx Ganthier, Jr.  
 801 U.S. Highway 27 South  
 Sebring, FL 33870

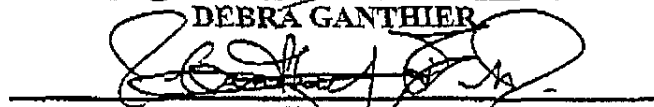
- 11. **Initial Members.** The names and addresses of the initial single members of the Company are as follows:

Rulx Ganthier, Jr., As Tenants by the Entireties )  
 Debra Ganthier, As Tenants by the Entireties) as to a 70% Membership Interest  
 Rulx Ganthier, Jr., as Trustee of the Ganthier Children's  
 Trust, u/t/a/d/ \_\_\_\_\_, 2004, as to a 30%  
 Membership Interest  
 801 U.S. Highway 27 South  
 Sebring, FL 33870

Dated this 13<sup>th</sup> day of December, 2004.

  
 \_\_\_\_\_  
 RULX GANTHIER, JR

  
 \_\_\_\_\_  
 DEBRA GANTHIER

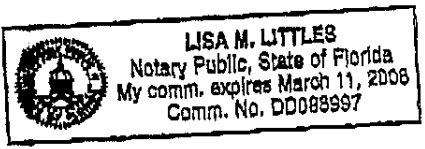
  
 \_\_\_\_\_  
 RULX GANTHIER, JR., as Trustee of  
 THE GANTHIER CHILDREN'S TRUST  
 U/T/A/D \_\_\_\_\_, 2004

State of Florida )  
County of Highlands ) ss

The foregoing Articles of Organization were acknowledged before me this 13 day of December, 2004, by RULX GANTHIER, JR., and DEBRA GANTHIER, as Tenants by the Entirety, who each has produced their FL Drivers License for identification.

Lisa M. Little  
Notary Public

Name of Notary: LISA M. LITTLE  
My Commission expires: \_\_\_\_\_

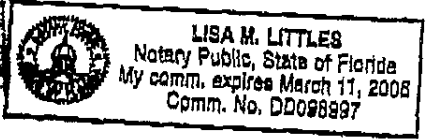


State of Florida )  
County of Highlands ) ss

The foregoing Articles of Organization were acknowledged before me this 13<sup>th</sup> day of December, 2004, by RULX GANTHIER, JR., as Trustee for the Ganthier Children's Trust, who has produced his FL Drivers License for identification.

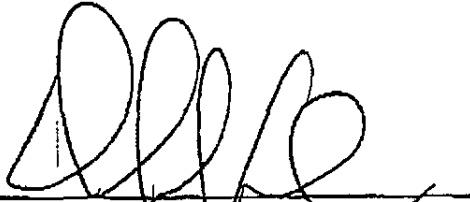
Lisa M. Little  
Notary Public

Name of Notary: LISA M. LITTLE  
My Commission expires: \_\_\_\_\_



**Consent to Appointment as Registered Agent**

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, 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.



RICHARD J. ALAN CAHLAN, ESQ.,  
as Registered Agent