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CORPORATIONS
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W05-1351
J. BRYAN JAN 10 2005

TULA MICHELE HAFF
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WINTER HAVEN, FLORIDA 33884-2453

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863.324.7786

January 6, 2005

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**RE: Articles of Organization of
VICTOR J. WRIGHT, DPM, PLC
Our File No.: 12245**

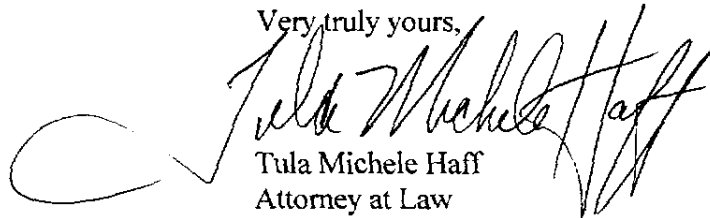
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TALLAHASSEE, FLORIDA

Dear Secretary of State:

Attached you will find an original and one (1) copy of the Articles of Organization, and Designation of Registered Agent to be filed with your office. Also enclosed you will find our firm's check in the amount of \$125.00 to cover the filing fee for the document. Please file the Articles of Organization and return one stamped copy of the same to my office upon completion. I have also enclosed a postage pre-paid/self-addressed envelope for your convenient return of the stamped copy of same.

If you have any questions, please feel free to contact my office.

Very truly yours,


Tula Michele Haff
Attorney at Law

TMH/krm
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 10, 2005

TULA MICHELE HAFF
3399 CYPRESS GARDENS ROAD, SUITE C
WINTER HAVEN, FL 33884-2453

SUBJECT: VICTOR J. WRIGHT, DPM, PLC
Ref. Number: W05000001351

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TALLAHASSEE, FLORIDA

We have received your document for VICTOR J. WRIGHT, DPM, PLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 305A00001733

**ARTICLES OF ORGANIZATION
OF
VICTOR J. WRIGHT, DPM, PLC**

The undersigned hereby forms a professional limited liability company under the Florida Limited Liability Company Act and adopt as the Articles of Organization of such professional limited liability company the following:

I. The name of the professional limited liability company:

VICTOR J. WRIGHT, DPM, PLC

II. The period of the company duration:

The company shall have a perpetual existence.

III. The purpose for which the professional limited liability company is organized:

The purpose of this professional limited liability company is to engage in any activities or business permitted under the laws of the United States and Florida, except that the Corporation shall not render professional services except through its officers, employees, and agents who are duly licensed or otherwise legally authorized to practice professional medical services within the State of Florida.

IV. A. The mailing address of the principal office in Florida:

P.O. Box 930
Bartow, FL 33831-0930

B. The name and mailing and street address of the registered agent in Florida:

VICTOR J. WRIGHT, DPM
510 W. Main Street
Bartow, FL 33830

V. The right, if given, of the members to admit additional members, and the terms and conditions of the admission:

Additional members may be admitted at such times and on such terms and conditions as all members may unanimously agree and as provided in the Operating Agreement of the Company.

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ALACHUA COUNTY, FLORIDA

ARTICLES OF ORGANIZATION
VICTOR J. WRIGHT, DPM, PLC

VI. The right, if given, of the remaining members of the professional limited liability company to continue the business on 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 professional limited liability company;

The remaining members of the Company may continue the business upon the termination of membership of a member in the Company upon majority agreement and as provided in the Operating Agreement of the Company.

VII. Management:

The business of the Company shall be conducted by one or more Operating Managers who shall have exclusive authority to act for the Company in all matters. The company is a manager-managed company. The name and address of the initial Operating Manager of the Company is:

VICTOR J. WRIGHT, DPM
510 W. Main Street
Bartow, FL 33830

VIII. Annual Meetings:

All regularly scheduled annual meetings may be held only following a twenty-day Notice of Meeting providing the date, time, place and purpose of the meeting, unless waived by all members.

IX. Special Meetings:

All special meetings of the managers must be preceded by at least a seven-day notice of the date, time, place and purpose of the special meeting, unless waived by all members.

X. Amendments to Articles:

The managers cannot adopt amendments to the Company Articles of Organization or to the Operating Agreement without member consent.

XI. Dissolution of Company:

A proposal by management to dissolve the Company must be voted on by the Members.

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
VICTOR J. WRIGHT, DPM, PLC

XII. Manager's Compensation:

Compensation of the Managers will be determined by unanimous vote of the managers, and then must be approved by a majority vote of all eligible members at an annual or special members' meeting.

XIII. Other provisions for the regulation of the internal affairs of the profession limited liability company:

(1) The Company shall indemnify an individual made a party to a proceeding because he is or was a member, manager, officer, employee or agent of the company against liability incurred in the proceeding if:

- (a) They conducted themselves in good faith; and
- (b) They reasonably believed that their conduct was in or at least not opposed to the Company's best interest; and
- (c) In the case of any criminal proceeding they had no reasonable cause to believe his conduct was unlawful.

(2) The Company shall pay for or reimburse the reasonable expenses incurred by a member, manager, officer, employee or agent of the Company who is a party to a proceeding in advance of final disposition of the proceeding if:

- (a) The individual furnishes the Company a written affirmation of his good faith belief that they have met the standard of conduct described herein;
- (b) The individual furnishes the Company a written undertaking executed personally or on his behalf to repay the advance if it is ultimately determined that they did not meet the standard of conduct; and
- (c) A determination is made that the facts then known to those making the determination would not preclude indemnification under the law.

(3) The indemnification and advance of expenses authorized herein shall not be exclusive to any other right to which any member, manager, officer, employee or agent may be entitled under any By-law, regulation, agreement, vote of members or disinterested managers or otherwise. The Articles of Organization shall not be interpreted to limit in any manner the indemnification or right to advancement for expenses of an individual who would otherwise be entitled thereto. These Articles of Organization shall be interpreted as mandating indemnification and advancement of expenses to the extent permitted by law.

ARTICLES OF ORGANIZATION
VICTOR J. WRIGHT, DPM, PLC

(4) The principal place of business of the Company shall be in Florida or at such other place as the members from time to time may agree.

Dated this 3rd day of January 2005.

Victor J. Wright, DPM
VICTOR J. WRIGHT, DPM

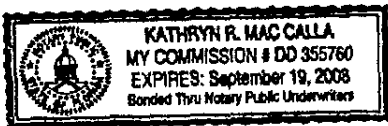
I, VICTOR J. WRIGHT, DPM, being first duly sworn, on oath, depose and say: That I am the organizer of VICTOR J. WRIGHT, DPM, PLC; that I have read the contents of the foregoing Articles of Organization of said Florida professional limited liability company, know the contents thereof; and the statements contained in such Articles of Organization are true and correct and constitute my free and voluntary act.

Victor J. Wright, DPM
VICTOR J. WRIGHT, DPM

STATE OF FLORIDA:
COUNTY OF POLK:

The foregoing instrument was acknowledged before me this 3rd day of January, 2005, by VICTOR J. WRIGHT, DPM, who is ☐ personally known to me, or who has ☒ produced the following identification: FL D.L.

Kathryn R. MacCalla
Notary Public
My Commission Expires:



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TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE
FOR FLORIDA LIMITED LIABILITY COMPANY
CRAIG ADVERTISING, LLC**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

The name of the limited liability company is:


VICTOR J. WRIGHT, DPM, PLC

The name and address of the registered agent and office is:

VICTOR J. WRIGHT, DPM
510 W. Main Street
Bartow, FL 33830

Having been named as registered agent and to accept service of process for the above 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.

DATE: 2.4.05


VICTOR J. WRIGHT, DPM

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