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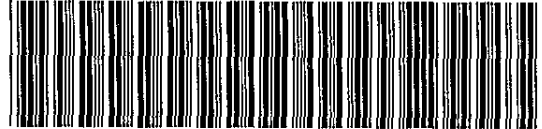
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# CAPITAL CONNECTION, INC.

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Raymond M. Dala, M.D., P.L.C.

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- ☐ Certificate of Fictitious Name
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- ☐ Fictitious Search
- ☐ Fictitious Owner Search
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**ARTICLES OF ORGANIZATION  
RAYMUND M. DALA, M.D., P.L.C.,  
A FLORIDA PROFESSIONAL LIMITED LIABILITY COMPANY**

**FILED**  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Florida Statute § 608.401 et seq. (2002), § 608.051 (1993) and Florida Statute § 621.01 et seq., and as thereafter amended, the undersigned certifies that he has associated for the purpose of becoming a professional limited liability company under the law, for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the Professional Limited Liability Company.

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the Professional Limited Liability Company is: RAYMUND M. DALA, M.D., P.L.C., a Florida Professional Limited Liability Company, and its principal office shall be located at 2601 East Oakland Park Boulevard, Suite 501, in the City of Fort Lauderdale, State of Florida. However, it shall have the power and authority to establish branch offices at any other place or places as the Member(s) may hereafter designate.

**ARTICLE II  
MAILING ADDRESS AND STREET ADDRESS**

The mailing address and street address of the principal office of the Professional Limited Liability Company is: 2601 East Oakland Park Boulevard, Suite 501, in the City of Fort Lauderdale, County of Broward, State of Florida. However, it shall have the power and authority to establish branch offices at any other place or places as the Member(s) may hereafter designate.

**ARTICLE III  
PURPOSES AND POWERS**

The purpose of this Professional Limited Liability Company is to engage in the duly licensed profession of the practice of medicine, including pathology and related services for licensed physicians and/or licensed health care facilities, including:

A. To engage in the practice of medicine as a professional limited liability company and to own and/or operate a medical facility, for the purposes of providing medical care and/or treatment.

B. To promote medical, surgical, and scientific research and knowledge; to furnish related laboratory and clinical services; and to own real and personal property, enter into contracts, and engage in any lawful business necessary for the rendering of the professional medical services.

C. To do everything necessary, proper, or convenient to accomplish any of the purposes set forth in these articles, and to do every other act incidental to the Professional Limited Liability Company purposes which is not forbidden by Florida laws or by the provisions of these Articles of Organization.

1. To engage in any activity or business authorized under the Florida Statutes as related to this duly licensed practice of medicine, including pathology services.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the Professional Limited Liability Company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in this connection and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this Professional Limited Liability Company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

8. Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the Professional Limited Liability Company to carry on any business, exercise any power, or do any act which a limited or liability company may not, under Florida laws, lawfully carry on, exercise, or do.

**ARTICLE IV**  
**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**  
**PURSUANT TO FLORIDA STATUTE § 608.407(1)(c) (1999) AND § 608.415 (1999).**

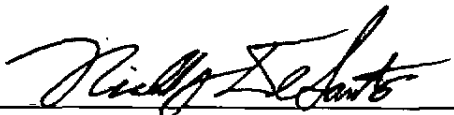
The Professional Limited Liability Company submits the following statement in designating its Registered Office and registered agent in the State of Florida:

A. The name of the Professional Limited Liability Company is RAYMUND M. DALA, M.D., P.L.C., a Florida Professional Limited Professional Company.

B. The name of the Registered Agent for RAYMUND M. DALA, M.D., P.L.C., is Richard J. DeSanto, Esquire, and the street address of the company's Registered Office where the Registered Agent is located is, 2601 East Oakland Park Boulevard, Suite 501, Fort Lauderdale, Florida 33306.

C. This statement is to acknowledge that, as indicated above, RAYMUND M. DALA, M.D., P.L.C., a Florida Professional Limited Professional Company, has appointed Richard J. De Santo, Esquire, as Registered Agent to accept service of process for the Professional Limited Liability Company at the place designated above in the certificate. I accept this 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 provisions of all statutes relating to the proper performance of my duties, and I am familiar with and accept obligations of my position as Registered Agent.

Dated: February, 16<sup>th</sup>, 2005

  
Richard J. DeSanto, Esquire, as  
Registered Agent

#### **ARTICLE V EXERCISE OF POWERS**

All Professional Limited Liability Company powers shall be exercised by or under the authority of, and the business and affairs of this Professional Limited Liability Company shall be managed under the direction of the Members of this Professional Limited Liability Company. This Article may be amended from time in the regulations of the Professional Limited Liability Company by a unanimous vote of the Members of the Professional Limited Liability Company

**ARTICLE VI  
MANAGEMENT**

Management of this Professional Limited Liability Company is reserved to its Member, whose name and address is as follows:

Name: Raymund M. Dala, M.D.  
Address: 2601 East Oakland Park Boulevard, Suite 501  
Fort Lauderdale, Florida 33334.

**ARTICLE VII  
MEMBERSHIP RESTRICTIONS**

The Member(s) shall have the right to admit new Member(s) by unanimous consent. Contributions required of new Members shall be determined as of the time of admission to the Professional Limited Liability Company.

A Member's interest in the Professional Limited Liability Company may not be sold or otherwise transferred, except with unanimous written consent of all Members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event that terminates the continued membership of a Member in the Professional Limited Liability Company, the remaining Members, if any, shall have the right to continue the business on unanimous consent of the remaining Members.

**ARTICLE VIII  
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of One Hundred (\$100.00) Dollars cash shall be paid to the Professional Limited Liability Company by the initial Member. Additional contributions will be made as required for investment purposes, as determined by the Member(s) unanimous consent. Members will make contributions in equal shares.

## **ARTICLE IX PROFITS AND LOSSES**

A. *Profit Sharing.* The Member(s) shall be entitled to the net profits arising from the operation of the Professional Limited Liability Company business that remain after the payment of the expenses of conducting the business of the Professional Limited Liability Company. Each Member shall be entitled to an equal share of the profits. The distributive share of the net profits shall be determined and paid to the Member(s) each year on the

anniversary date of the commencement of business of the Professional Limited Liability Company, the month and day of the commencement date being the date of filing of these Articles with the Florida Department of State. The Member(s) may hereafter provide in the Regulations for more frequent distribution of net profits.

B. *Losses.* All losses that occur in the operation of the Professional Limited Liability Company business shall be paid out of the capital of the Professional Limited Liability Company and the profits of the business, or, if these sources are insufficient to cover such losses, by the Member(s) in equal shares.

## **ARTICLE X DURATION**

This Professional Limited Liability Company shall exist until dissolved in a manner provided by law.

## **ARTICLE XI STATEMENT OF MEMBERSHIP AND CONTRIBUTIONS**


In compliance with Florida Statute § 608.407(1)(d)(2002), the undersigned Member of RAYMUND M. DALA, M.D., P.L.C., a Florida Professional Limited Liability Company, deposes and says:

1. The Professional Limited Liability Company identified above has at least one Member.



2. The total amount of cash contributed by the initial Member is One Hundred (\$100.00) Dollars.

3. The total amount of cash or property anticipated, as of this date, to be initially contributed by the Members is One Hundred (\$100.00) Dollars.

 MD  
Raymund M. Dala, M. D., as Member

## ARTICLE XII EFFECTIVE DATE

The effective date of the Professional Limited Liability Company is the date these Articles of Organization are filed with the Florida Department of State.

The foregoing Articles of Organization of RAYMUND M. DALA, M.D., P.L.C., a Florida Professional Limited Liability Company have been executed by the undersigned at Fort Lauderdale, Broward County, Florida, on the date indicated below.

In accordance with Florida Statute § 608.408(3)(2002), the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Date: 02/17/05  
 MD  
Raymund M. Dala, M.D., as Member

**BEFORE ME**, the undersigned authority, duly authorized to administer oaths and take acknowledgments in the State of Florida, personally appeared Raymund M. Dala, M.D., who is personally known to me \_\_\_\_\_ or who has produced FL DL 0400733711470 as identification, who, did/did not take an oath.

Sworn to and subscribed by me on this 17th day of February, 2005.

(AFFIX NOTARY  
SEAL/STAMP)

  
Notary Public, State of Florida at Large



Rebecca Schaeffer DeLisle  
Commission #DD345756  
Expires: Aug 10, 2008  
Bonded Thru  
Atlantic Bonding Co., Inc.