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CAUTHEN & FELDMAN, P.A.

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**LIMITED LIABILITY COMPANY**

**Mary Beth Lewis-Boardman, M.D., P.L.**

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**ARTICLES OF ORGANIZATION  
OF  
MARY BETH LEWIS-BOARDMAN, M.D., P.L.**

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The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of becoming a professional limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of professional limited liability companies for profit and hereby adopt the following Articles of Organization for such professional limited liability company:

**ARTICLE I  
Name and Principal Office**

The name of this professional limited liability company is **MARY BETH LEWIS-BOARDMAN, M.D., P.L.** and its principal office and mailing address is located at **1099 Citrus Tower Boulevard, #110, Clermont, FL 34711.**

**ARTICLE II  
Duration**

The existence of this professional limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE III  
Purpose**

The general nature of business and the proposed objects and purposes to be transacted, promoted and carried on by the professional limited liability company are to do any and all things hereinafter mentioned as fully and to the same effect and extent as natural persons might or could do under the laws of the State of Florida, viz.,

1. To engage in every aspect of the practice of medicine and all its fields of specialization as are engaged in by Doctors of Medicine in this State.
2. To engage and render the professional service involved only through its officers, agents and employees who are Doctors of Medicine in good standing and duly licensed

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or otherwise legally authorized within the State of Florida to render the same professional service as this corporation.

3. To invest its funds in real estate, mortgages, stocks bonds and any other type of investments permitted by law.

4. To own real and personal property necessary for the rendering of the professional services hereby authorized.

5. To engage in no other business other than the rendering of the professional services specified herein.

#### ARTICLE IV

##### Membership

The member(s) of this professional limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this professional limited liability company unless the transfer or assignment is approved by the unanimous consent of the member(s) not proposing to transfer or assign their interests.

Provided, however, such membership shall be extended only to Doctors of Medicine in good standing and duly licensed or otherwise legally authorized within the State of Florida, subject to the requirements of Florida Statute 621, to render the same professional service as this professional limited liability company.

Provided further, however, no member may sell or transfer any of such member's interest in this professional limited liability company except to another individual who is, under the provisions of Florida Statute 621, eligible to be a member of this professional limited liability company.

#### ARTICLE V

##### Management

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **MARY BETH LEWIS-BOARDMAN, M.D.**

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ARTICLE VI  
Amendment of Articles of Organization and Operating Agreement

These Articles of Organization and the Company's Operating Agreement may be amended at any time by the members.

ARTICLE VII  
Initial Registered Office and Agent

The street address of this professional limited liability company's initial registered office is **525 West Minneola Avenue, Clermont FL 34711** and the name of this professional limited liability company's initial registered agent is **ANITA M. WALKER, CPA.**

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this professional limited liability company this 8th day of March, 2005.

  
\_\_\_\_\_  
MARY BETH LEWIS-BOARDMAN, M.D.

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**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

ANITA M. WALKER, having been named as registered agent to accept service of process for **MARY BETH LEWIS-BOARDMAN, M.D., P.L.**, a Florida professional limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: **525 West Minneola Avenue, Clermont FL 34711.**

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 8th day of March, 2005.

  
ANITA M. WALKER

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