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## ARTICLES OF ORGANIZATION

OF

ALL AND SEEL FILLED

## SARACAR, LLC

### A FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

### ARTICLE I

### NAME

The name of this limited liability company is "SARACAR, LLC", referred to in these Articles of Organization as the "Company."

### ARTICLE II

## PRINCIPAL OFFICE, MAILING ADDRESS AND REGISTERED AGENT

The mailing address of the Company is 1435 S. Osprey Avenue, Suite 200, Sarasota, Florida

34239, and the principal office of the Company is the same. The Company's registered agent is

James O. Fergeson, Jr., whose office is located at 1515 Ringling Blvd., Tenth Floor, Sarasota,

Florida 34236, which office also serves as the Company's registered office.

## ARTICLE III

## **EFFECTIVE DATE OF EXISTENCE/DURATION**

The existence of the Company shall commence as of the filing of these Articles with the

Department of State. The duration of the Company shall thereafter be perpetual.

## ARTICLE IV

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### **PURPOSE AND POWERS**

This Company is organized with a general business purpose, has all powers provided by law, and may use those powers to any lawful purpose.

## ARTICLE V

### MANAGEMENT BY MANAGER

The Company shall be a manager-managed limited liability company. The initial managers shall be Clifton Lewis, M.D. and Martin L. Beggs, M.D. A manager may be removed and replaced by a majority-in-interest of the members as provided in the Company's Operating Agreement.

### ARTICLE VI

### **ADMISSION OF NEW MEMBERS**

The Company may admit new members by the unanimous consent of the members or as otherwise provided in its Operating Agreement.

### ARTICLE VII

### AMENDMENTS

These Articles of Organization may be amended as provided in the Company's Operating Agreement.

### ARTICLE VIII

#### **SUBSCRIBER**

The names and addresses of the persons signing these Articles of Organization, who are members of the Company, are:

<u>Name</u>

Address

Clifton Lewis, M.D.

Martin L. Beggs, M.D

1435 S. Osprey Avenue, Suite 200 Sarasota, Florida 34239

1435 S. Osprey Avenue, Suite 200 Sarasota, Florida 34239

EXECUTED on June , 2005.

ln.

WITNESSES:

Ow

CLIFTON LEWIS, M.D.

MARTIN L. BEGGS, M.D.

SUBSCRIBERS

STATE OF FLORIDA

# COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on <u><u>Jue</u></u>, 2005, by CLIFTON LEWIS, M.D. and MARTIN L. BEGGS, M.D., who are personally known to me or who <u>have produced</u> as identification.



20 (Name eroin

Notary Public Serial Number (if any)\_\_\_\_\_ Commission Expiration Date\_\_\_\_\_

ARTICLES OF ORGANIZATION FOR SARACAR, LLC Page 3 of 4

## ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.

0 JAMES Q. FERGESON, JR.

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