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CORPDIRECT AGENTS, INC. (formerly CCRS) 515 EAST PARK AVENUE TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT. #FCA-14 **CONTACT:** KATIE WONSCH OS ER PO PR 315 DATE: 09/29/2005 **REF. #:** 000478.42828 CORP. NAME: <u>CANTRELL MEDICAL CLINIC, LLC</u> ( ) ARTICLES OF INCORPORATION ( ) ARTICLES OF AMENDMENT ( ) ARTICLES OF DISSOLUTION ( ) ANNUAL REPORT ( ) TRADEMARK/SERVICE MARK ( ) FICTITIOUS NAME ( ) FOREIGN QUALIFICATION ( ) LIMITED PARTNERSHIP ( XX) LIMITED LIABILITY ( ) REINSTATEMENT ( ) MERGER ( ) WITHDRAWAL ( ) CERTIFICATE OF CANCELLATION ( ) OTHER: STATE FEES PREPAID WITH CHECK# 514437 FOR \$ 125.00 **AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:** COST LIMIT: \$\_ PLEASE RETURN:

( ) CERTIFICATE OF GOOD STANDING

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( ) CERTIFICATE OF STATUS

## ARTICLES OF ORGANIZATION OF CANTRELL MEDICAL CLINIC, LLC

#### A FLORIDA LIMITED LIABILITY COMPANY

ACCEPTANCE OF STREET

#### ARTICLE I

The name of this limited liability company is CANTRELL MEDICAL CLINIC, LLC

#### ARTICLE II DURATION

The Company's duration shall be perpetual unless sooner dissolved.

## ARTICLE III PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 1 Fleet Landing Blvd., Atlantic Beach, Florida 32233.

## ARTICLE IV REGISTERED OFFICE AND AGENT

The initial registered office of the Company is 841 Prudential Drive, Suite 1400, Jacksonville, Florida 32207, and its initial registered agent is Stoneburner, Berry & Simmons, P.A.

#### ARTICLE V PURPOSE AND POWERS

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

#### ARTICLE VI ADMISSION OF NEW MEMBERS

The Company may admit new members as provided in the Company's Regulations.

## ARTICLE VII CONTINUATION OF BUSINESS

The remaining Members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of the Member in the Company as provided in the Regulations of the Company.

## ARTICLE VIII RELATIONSHIP OF ARTICLES OF ORGANIZATION TO REGULATIONS

If a provision of these Articles of Organization differs from a provision of the Company's Regulations, then, to the extent allowed by law, the Regulations will govern.

IN WITNESS WHEREOF, the undersigned has duly executed these Articles of Organization as of this 29<sup>th</sup> day of September, 2005.

Sidney S. Simphons, II
Authorized Representative

## CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND REGISTED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Sections 608.415 and 608.507, Florida Statutes, the following is submitted:

CANTRELL MEDICAL CLINIC, LLC, desiring to organize or qualify under the laws of the State of Florida hereby designates Stoneburner, Berry & Simmons, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 841 Prudential Drive, Suite 1400, Jacksonville, Florida 32207.

DATED this 29th day of September, 2005.

Sidney S. Simmons, II Authorized Representative

Having been named as registered agent to accept service of process for the above stated Company, at the place designated in this certificate, I hereby agree to 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.

DATED this 29th day of September, 2005.

STONEBURNER, BERRY & SIMMONS, P.A.

Sidney S. Simmons, II

Its Vice President