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SION OF CORPORATIONS



October 19, 2005

VIA: CERTIFIED MAIL, RETURN RECEIPT REQUESTED [No. 91 7108 2133 3931 5677 0679]

Department of State
Division of Corporations
Attention: Corporate Filings
2661 Executive Center
Tallahassee, Florida 32301

Re: GI Show, LLC

#### Dear Gentlemen:

Enclosed for filing please find the original and one copy of the Articles of Organization for the above proposed Florida limited liability company. Also enclosed is this firm's check in the amount of \$133.72 representing payment of the following fees:

•	New Florida limited liability company filing fee		\$100.00
•	Registered Agent fee	- ;	\$ 25.00
•	Certified Copy fee	<u>-</u>	8.75

Upon approval and filing of these articles, please furnish a certified copy to my attention. A self-addressed, stamped envelope is provided for this purpose.

If anything further is required, please do not hesitate to call me. Thank you for your assistance in this matter.

Respectfully submitted,

HARTER, SECREST & EMERY LLP

South

John S. Sarrett

Associate Attorney

DIRECT DIAL. 239-598-5810 E-MAIL: JSARRETT@HSELAW COM

JSS: Enclosure

cc: Raymond W. Phillips, M.D. and Marian Phillips (with enclosure)
William N. La Forte, Esq. (with enclosure)

Joseph G. Casion, Jr., Esq. (with enclosure)

# EFFECTIVE DATE

## ARTICLES OF ORGANIZATION FOR GI SHOW, LLC A FLORIDA LIMITED LIABILITY COMPANY

FILED SECRETARY OF STATE DIVISION OF CORPGRATIONS

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ARTICLE I. - Name: The name of the limited liability company is GI SHOW, LLC.

**ARTICLE II.** - Address: The mailing address and street address of the principal office of the limited liability company is:

### Principal Office Address:

Mailing Address:

685 Lismore Lane Naples, Florida 34108 685 Lismore Lane Naples, Florida 34108

**ARTICLE III.** - Registered Agent, Registered Office, and Registered Agent's Signature: The name and the Florida street address of the registered agent are:

Marian Phillips 685 Lismore Lane Naples, Florida 34108

Having been named as registered agent and to accept service of process for the above stated 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 statues relating to the property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

Marian Phillips

By: Marian A. Phillips

Registered Agent's Signature

**ARTICLE IV.** - Manager(s) or Managing Member(s): The name and address of each Manager or Managing Member is as follows:

TITLE:

NAME AND ADDRESS:

Manager

Raymond W. Phillips, M.D., 685 Lismore Lane, Naples, Florida 34108

ARTICLE V. - Effective date will be October 17, 2005.

REQUIRED SIGNATURE:

ignature of a member or an authorized representative of a member.

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

Marian Phillips, Member

Typed or printed name of signee