

L05000123622

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

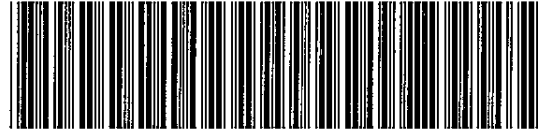
(Document Number)

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CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

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CONTACT: ED

DATE: 12/30/05

REF. #: 0195.46154

CORP. NAME: MPEMS MEDICAL INVESTMENTS, LLC

- |   |   |   |
|---|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION    | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT                | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION        | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT                | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION  |   |   |
| <input checked="" type="checkbox"/> OTHER: CONVERSION |   |   |

STATE FEES PREPAID WITH CHECK# 515619 FOR \$ 180.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**CERTIFICATE OF CONVERSION OF UNINCORPORATED BUSINESS  
INTO MPEMS MEDICAL INVESTMENTS, LLC  
UNDER FLORIDA STATUTES § 608.439**

**FILE**  
2005 DEC 30 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

It is hereby certified that:

1. PARVEEN B. MAKHNI ( the "Owner"), first established her unincorporated business in 2004;
2. The name under which the business entity operated immediately prior to the filing of this Certificate of Conversion was that of the owner (the "Business");
3. Notwithstanding the fact that the real property situate in St. Lucie County, Florida more specifically described in Exhibit "A" attached hereto and made a part hereof (the "Real Property") was held of record in the name of PARVEEN B. MAKHNI, a married woman, such Real Property was operated as a part of the Business, and treated in all respects as the property of the Business;
4. The name of the limited liability company into which the unincorporated business is converting, as set forth in the Articles of Organization filed of even date herewith, is MPEMS MEDICAL INVESTMENTS, LLC;
5. The effective date of this conversion to MPEMS MEDICAL INVESTMENTS, LLC shall be the filing date of this certificate; and
6. Upon the filing of the Articles of Organization and this Certificate of Conversion, pursuant to the provisions of Florida Statutes Section 608.439(6), the Real Property shall vest by operation of law in MPEMS MEDICAL INVESTMENTS, LLC, a Florida limited liability company.

Dated: This 29<sup>th</sup> day of December, 2005.

MPEMS MEDICAL INVESTMENTS, LLC,  
a Florida limited liability company

By:   
Parveen B. Makhni, Manager

**EXHIBIT "A"**

**LEGAL DESCRIPTION**

**Unit 307 of TREASURE COAST MEDICAL CENTER CONDOMINIUM, a medical office condominium, according to the amended and restated Declaration of Condominium thereof, as recorded in Official Records Book 525, Page 847, the original of which Declaration was recorded in Official Records Book 450, Page 598, and all exhibits and amendments thereto, recorded in the Public Records of St. Lucie County, Florida, together with an undivided interest in the common elements appurtenant thereto.**

**ARTICLES OF ORGANIZATION  
OF  
MPEMS MEDICAL INVESTMENTS, LLC**

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TALLAHASSEE, FLORIDA

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

**ARTICLE I - NAME OF COMPANY**

The name of the limited liability company is MPEMS MEDICAL INVESTMENTS, LLC (the "Company").

**ARTICLE II - PRINCIPAL OFFICE**

The street address, and the mailing address, of the principal office of the Company is 1700 SE Hillmoor Drive, Suite 307, Port St. Lucie, Florida 34952.

**ARTICLE III - PERIOD OF DURATION**

This Company shall exist perpetually.

**ARTICLE IV - REGISTERED AGENT AND REGISTERED OFFICE**

The street address of the initial registered office of the Company in the State of Florida is 1700 SE Hillmoor Drive, Suite 307, Port St. Lucie, Florida 34952. The name of the registered agent of the Company at that address is PARVEEN B. MAKHNI.

ARTICLE V - MANAGEMENT

The Company is to be a manager-managed company. The name and address of the initial manager of the Company is PARVEEN B. MAKHNI, 1700 SE Hillmoor Drive, Suite 307, Port St. Lucie, Florida 34952.

ARTICLE VI - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this 29<sup>th</sup> day of December, 2005.

  
\_\_\_\_\_  
Parveen B. Makhni, Member

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

  
\_\_\_\_\_  
Parveen B. Makhni

Date: December 29, 2005