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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

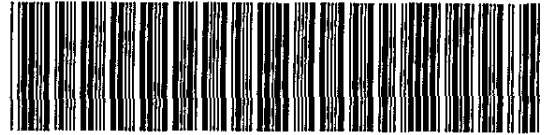
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GASSMAN, BATES & ASSOCIATES, P.A.
ATTORNEYS AT LAW

ALAN S. GASSMAN **
LONDON L. BATES **
LOUIS A. "DREW" LAGRANDE ***

- * LL. M. IN TAXATION
- + BOARD CERTIFIED LAWYER IN
WILLS, TRUSTS AND ESTATES
- ** CERTIFIED PUBLIC ACCOUNTANT
- *** LL. M. IN ESTATE PLANNING

1245 COURT STREET
SUITE 102
CLEARWATER, FL 33756
PHONE: (727) 442-1200
FAX: (727) 443-5829

GassmanPA.com

February 14, 2006

Via DHL

Florida Department of State
Division of Corporations
Registration Section
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: MICHAEL MARKOU, D.O., P.A.

Dear Sirs/Madams:

Attached for filing please find a Certificate of Conversion, whereby MICHAEL MARKOU, D.O., P.A. will convert into MICHAEL MARKOU, D.O., P.L.C.

The Articles of Organization of MICHAEL MARKOU, D.O., P.L.C. (a Florida professional limited liability company) are also attached, as well as a check in the amount of \$150.00 for filing fees.

Please provide our office with confirmation of filing.

If you have any questions on the attached, please contact Tina Arvin of my office at 727-442-1200 x. 241.

Best personal regards,



Alan S. Gassman

ASG:tja

Enclosures

cc: Michael Markou, D.O. (w/ encl.)

John Tsagaris, CPA (w/ encl.)

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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2006 FEB 15 PM 4:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

MICHAEL MARKOU, D.O., P.A.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a PROFESSIONAL ASSOCIATION
(Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of FLORIDA
(Enter state, or if a non-U.S. entity, the name of the country)

on MAY 31, 1994
(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

MICHAEL MARKOU, D.O., P.L.C.

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date:_____.
(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 14 day of FEBRUARY 2006.

Signature of Authorized Person: _____

Printed Name: ALAN S. GASSMAN Title: AUTHORIZED REPRESENTATIVE

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

Audit Fax #: _____

ARTICLES OF ORGANIZATION

OF

MICHAEL MARKOU, D.O., P.L.C.

a Florida Professional Limited Liability Company

**ARTICLE I
NAME**

The name of this Professional Limited Liability Company is MICHAEL MARKOU, D.O., P.L.C. (the "Company").

**ARTICLE II
ADDRESS**

The mailing address of the Professional Limited Liability Company is:

1266 Turner Street
Clearwater, FL 33756

The street address of the principal office of the Professional Limited Liability Company is:

1266 Turner Street
Clearwater, FL 33756

**ARTICLE III
DURATION**

The Company's existence shall commence upon the acceptance of the Articles of Organization by the Secretary of State of Florida and shall continue in existence until the expiration of fifty (50) years from such commencement date, unless sooner terminated, liquidated, or dissolved by law or by the unanimous consent of the Members.

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar # 371750

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ARTICLE IV MANAGEMENT

The Professional Limited Liability Company is to be Manager managed, and the name and address of the Managers to serve are:

MICHAEL MARKOU, D.O.
1266 Turner Street
Clearwater, FL 33756

ILIANA MARKOU
1266 Turner Street
Clearwater, FL 33756

ARTICLE V ADMISSION OF NEW MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

The manager may admit new members in its sole and unfettered discretion subject only to the condition that such additional member must agree in writing to be bound as a member by the Operating Agreement of the Company.

ARTICLE VI MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the professional limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the professional limited liability company shall be:

The death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the professional limited liability company shall not terminate the company, and the business of the company shall be automatically continued, so long as there is at least one remaining member.

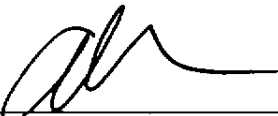
Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar # 371750

Audit Fax #: _____

**ARTICLE VI
NATURE OF BUSINESS**

The purpose for which the professional limited liability company is organized shall be to engage in and carry on all branches of the practice of medicine within the State of Florida, and to do those things that are necessary or proper in connection with that practice.

AUTHORIZED REPRESENTATIVE OF MEMBER
MICHAEL MARKOU, D.O., P.L.C.

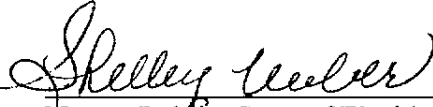


ALAN S. GASSMAN

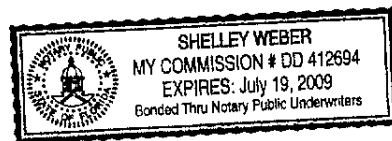
STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 14 day of February, 2006, by ALAN S. GASSMAN, as Authorized Representative of MICHAEL MARKOU, D.O., P.L.C., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.



Notary Public, State of Florida
My Commission Expires:



Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar # 371750

Audit Fax #: _____

ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Professional Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

The name of the Professional Limited Liability Company is: MICHAEL MARKOU, D.O., P.L.C

The name and Florida street address of the Registered Agent are:

Alan S. Gassman, Esquire
1245 Court Street
Suite 102
Clearwater, FL 33756

Having been named as Registered Agent and to accept service of process for the above stated professional 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 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.



ALAN S. GASSMAN

J:\M\Markou\CONVERSION OF P.A. TO P.L.C\Articles of Organization.1a.wpd
tja 1/24/06

Alan S. Gassman, Esquire
1245 Court Street, Suite 102
Clearwater, FL 33756
(727) 442-1200
Florida Bar # 371750