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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

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MAIL

(Business Entity Name)

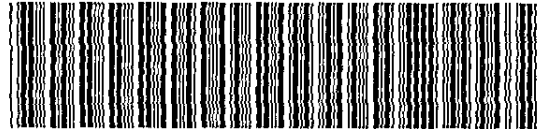
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

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1.	(Corporation Name)	(Document #)
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3.	(Corporation Name)	(Document #)
4.	(Corporation Name)	(Document #)

- ☐ Walk in      ☐ Pick up time \_\_\_\_\_      ☐ Certified Copy  
☐ Mail out      ☐ Will wait      ☐ Photocopy      ☐ Certificate of Status

## AMENDMENTS

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

### REGISTRATION/QUALIFICATION

- ☐ Annual Report  
☐ Fictitious Name

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

**Examiner's Initials**

**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 21, 2006

Via DHL

Buck Kohr  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**FILED**  
2006 FEB 22 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Re: OWEN & OWEN ENTERPRISES, INC.**

Dear Buck:

Thank you so much for your assistance in this matter.

Attached for filing please find a Certificate of Conversion, whereby OWEN & OWEN ENTERPRISES, INC. will convert into OWEN & OXER ENTERPRISES, P.L.C.

The Articles of Organization of OWEN & OXER ENTERPRISES, 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.

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: Ronald Owen, D.D.S. (w/ encl.)  
David Ullman, CPA (w/ encl.)

J:\O\Owen, Ronald L\CONVERSION OF INC. TO P.L.C\Sec. of State.1.wpd  
6773-1

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

**FILED**  
2006 FEB 22 PM 1:00  
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:

OWEN & OWEN ENTERPRISES, INC.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION.  
(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 MARCH 22, 1993.  
(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**:

OWEN & OXER ENTERPRISES, 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 21 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)

**FILED**  
2009 FEB 22 PM 1:00  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

**ARTICLES OF ORGANIZATION**

**OF**

**OWEN & OXER ENTERPRISES, P.L.C.**

**a Florida Professional Limited Liability Company**

**ARTICLE I  
NAME**

The name of this Professional Limited Liability Company is OWEN & OXER ENTERPRISES, P.L.C. (the "Company").

**ARTICLE II  
ADDRESS**

The mailing address of the Professional Limited Liability Company is:

9700 Payne Road  
Sebring, FL 33875

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

9700 Payne Road  
Sebring, FL 33875

**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:

RONALD OWEN, D.D.S.  
9700 Payne Road  
Sebring, FL 33875

JAMES OXER, D.D.S.  
408 West Interlake Blvd.  
Lake Placid, FL 33852

**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.

**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 dentistry within the State of Florida, and to do those things that are necessary or proper in connection with that practice.

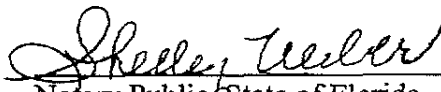
AUTHORIZED REPRESENTATIVE OF MEMBER  
OWEN & OXER ENTERPRISES, P.L.C.

  
\_\_\_\_\_  
ALAN S. GASSMAN

STATE OF FLORIDA       )  
COUNTY OF PINELLAS   )

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of February, 2006, by ALAN S. GASSMAN, as Authorized Representative of OWEN & OXER ENTERPRISES, 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



## 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: OWEN & OXER ENTERPRISES, 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:\Owen, Ronald L\CONVERSION OF INC. TO P.L.C\Articles of Organization.1.wpd  
tja 2/21/06

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