

Division of Corporations

Page 1 of 2

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H19000267460 3)))



H190002674603ABC2

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : WATSON SLOANE JOHNSON PLLC.
Account Number : 120150000117
Phone : (407) 622-6751
Fax Number : (866) 440-1211

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
ORLANDO INFECTIOUS DISEASE CONSULTANCY
SERVICES, P.L

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$25.00

K SALY

SEP - 6 2019

**SECOND AMENDED AND RESTATED ARTICLES OF ORGANIZATION
OF
ORLANDO INFECTIOUS DISEASE CONSULTANCY SERVICES, P.L.
a Florida professional limited liability company**

FILED
19 SEP - 9 PM 8:40
CLERK OF CIRCUIT COURT
JACKSONVILLE, FLORIDA

THESE SECOND AMENDED AND RESTATED ARTICLES OF ORGANIZATION (the "Amended and Restated Articles") of ORLANDO INFECTIOUS DISEASE CONSULTANCY SERVICES, P.L., a Florida professional limited liability company (the "Company"), are submitted in accordance with the 605.0202 of the Florida Revised Limited Liability Company Act (the "Act") for purposes of amending and restating the Articles of Organization of the Company in their entirety. From and after the date of filing hereof, the Amended and Restated Articles of the Company shall be as set forth in paragraph SECOND below.

- FIRST:** The information required by Section 605.0202 of the Act is as follows:
- (i) The present name of the limited liability company is "Orlando Infectious Disease Consultancy Services, P.L."
 - (ii) The original Articles of Organization of the Company were accepted for filing on and dated effective as of October 4, 2006.
 - (iii) These Amended and Restated Articles will take effect at the time and date on which they are accepted for filing by the Florida Department of State.
 - (iv) These Amended and Restated Articles have been duly executed and are being filed in accordance with Section 605.0202 of the Act.

SECOND: The Amended and Restated Articles of the Company are as follows:

**ARTICLE I
NAME**

The name of the limited liability company is "ORLANDO INFECTIOUS DISEASE CONSULTANCY SERVICES, P.L." (the "Company").

**ARTICLE II
MAILING AND STREET ADDRESS**

The mailing address of the initial principal office of the Company is as follows: 4156 Brookmyra Drive, Orlando, Florida 32837. The street address of the initial principal office of the Company is as follows: 1182 Cypress Glen Circle, Kissimmee, Florida 34741.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent of the Company are as follows:

Watson Sloane PLLC
100 S. Orange Avenue, Suite 1000

Orlando, Florida 32801

ARTICLE IV
MANAGEMENT

From and after the date hereof, the Company shall be governed by a written operating agreement executed by its member(s) (as amended from time to time, the "Operating Agreement") and shall be managed by one or more (the "Manager(s)"). The Managers shall be elected, removed and replaced from time to time solely in accordance with the Operating Agreement of the Company and shall have the duties and authority set forth in the Operating Agreement. The names and addresses of the sole Manager of the Company as of the date of filing hereof are as follows:

Dr. Mariam Esat
1182 Cypress Glen Circle
Kissimmee, Florida 34741

The Company may, but shall not be required, to have one or more officers ("Officers"). The Officers shall be elected, removed and replaced from time to time solely in accordance with the Operating Agreement and shall have the duties and authority set forth in the Operating Agreement. The name and address of the sole Officer of the Company as of the date hereof are as follows:

Dr. Mariam Esat
1182 Cypress Glen Circle
Kissimmee, Florida 34741

No person other than the foregoing Officer(s) and Manager(s) shall have the authority to bind the Company.

ARTICLE V
EFFECTIVE DATE

The effective date of these Amended and Restated Articles shall be the date on which they are accepted for filing by the Florida Department of State.

ARTICLE VI
PURPOSE

The purpose for which the Company is organized is for the sole and specific purpose of rendering medical services; *provided, however*, that the foregoing shall not be construed to prohibit the Company from engaging in activities ancillary to one or more of the foregoing purposes, all to the extent permitted by the Professional Services Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes

ARTICLE VII
RESTRICTIONS ON TRANSFER;
ADMISSION OF ADDITIONAL OR SUBSTITUTE MEMBERS

A. Restrictions on Transfer. The Operating Agreement restricts the sale, transfer, pledge, hypothecation, exchange, assignment or other disposition by any means (each, a "Transfer") of the limited liability company membership interests in the Company. Any such Transfer shall be void *ab initio* unless made in strict compliance with the terms and conditions of the Operating Agreement.

B. Admission of Members; Permissible Members. No person or entity shall be admitted as a member of the Company, whether as an additional member, in substitution for another member or as an

additional member, except in accordance with the Operating Agreement. The sole permissible members of the Company shall be other professional limited liability companies, professional corporations, or individuals who are themselves duly licensed or otherwise legally authorized to render the same professional services as the Company.

ARTICLE VIII
APPLICABLE LAW

The Company is created pursuant to the Professional Service Corporation and Limited Liability Company Act, Chapter 621, Florida Statutes, and shall be governed by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned Authorized Representative has submitted these Amended and Restated Articles for the purpose of amending and restating in their entirety the articles of organization of the Company, as filed with the Florida Division of Corporations, such that from and after the date hereof, these Amended & Restated Articles of Organization shall govern the Company and its Members.



Jeremy S. Sloane, Authorized Representative

FILED
19 SEP -6 PM 8:47
TALLAHASSEE, FLORIDA

ACCEPTANCE OF DESIGNATION
OF
REGISTERED AGENT

Pursuant to the provisions of Section 605.0113, Florida Statutes, the undersigned submits the following statement of acceptance of designation as registered agent for the Company:

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in these Amended and Restated Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605 of the Florida Statutes.



Jeremy S. Sloane

FILED
19 SEP -6 PM 8:47
TALLAHASSEE, FLORIDA