

LD7000078468

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

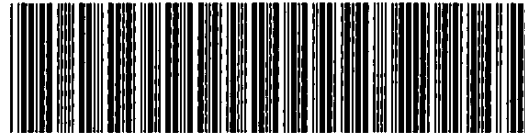
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

LS

Office Use Only



300106802283

07/30/07--01046--011 **160.00

FILED
2007 JUL 30 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Gulf Internal Medicine, P.L.
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kevin Hernandez, Esq.
(Name of Person)

Hernandez Law Firm
(Firm/Company)

28059 U.S. Hwy 19 N, Suite 100
(Address)

Clearwater, FL 33761
(City/State and Zip Code)

For further information concerning this matter, please call:

Kevin Hernandez at 727 712-1710
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☐ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☒ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Organization of the Gulf Internal Medicine, P.L.

A Florida Professional Limited Liability Company

Section 1.01 Introduction and Preliminary Statements

The undersigned Organizer, desires to form a professional limited liability company pursuant to the Laws of the State of Florida by delivering in duplicate to the Secretary of State of the State of Florida these Articles of Organization, in accordance with the provisions of Florida Professional Service Corporation and Limited Liability Company Act, hereinafter referred to as the "Act".

Section 1.02 Name

The name of the professional limited liability company, referred to as the "Company", is:

Gulf Internal Medicine, P.L.,

Section 1.03 Duration

The Company shall exist for a perpetual duration from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, unless dissolved according to law.

Section 1.04 Objects and Purposes

The nature of the business and the objects and purposes to be transacted, promoted or carried on, and for which the Company is organized, are as follows: to carry on and engage in and conduct any lawful business for personal services rendered by doctors of medicine, and exercise all of the powers, rights and privileges which a professional limited liability company organized under the Act may have and exercise.

Section 1.05 Principal Place of Business

The principal place of Business of the Company is:

Physical Address:
13740 Office Park Ct, Suite F
Hudson, Florida 34667

Mailing Address:
13740 Office Park Ct, Suite F
Hudson, Florida 34667

Section 1.06 Registered Agent and Registered Office

The name of the initial registered agent is Kevin Hernandez, Esq., and the original registered address are as follows:

Physical Address:
28059 U.S. Highway 19 N
Suite 100
Clearwater, FL 33761

Mailing Address:
28059 U.S. Highway 19 N
Suite 100
Clearwater, FL 33761

Section 1.07 Registered Agent Consent

I, Kevin Hernandez, Esq., a natural person and resident of Florida, accept the appointment as agent of Gulf Internal Medicine, P.L., a Florida Professional Limited Liability Company, upon whom process, notices and demands may be served, whose principal place of business and records are located at the address stated above. I understand that as agent it will be my responsibility to receive service of process, to forward mail, and to immediately notify the Office of the Secretary of State in the event of my resignation or any changes in the Registered Office Address, as provided in Chapters 608 and 621, F.S.

Dated: July 27, 2007



Kevin Hernandez, Esq., Registered Agent

Section 1.08 Name and Address of Organizer

Nidal Hamame, 13740 Office Park Ct., Hudson, FL 34667

Organizer Mailing Address: c/o Kevin Hernandez, Esq., 28059 US
Highway 19 N, Suite 100, Clearwater, FL 33761

Section 1.09 Additional Contributions

Additional contributions to the Company shall be made at such times and in such amounts as may be provided in the Operating Agreement.

Section 1.10 Additional Members

The Company shall have the right to admit additional Members to the Company in accordance with the terms and conditions of the Company's Operating Agreement. Any Member who is subsequently admitted as a Member of the Company shall have all of the rights and obligations of a Member under the Operating Agreement. Any transferee of a Member's Interests in the Company shall be treated as an Assignee until such time as that transferee is admitted as an Additional or Substitute Member, if ever, in accordance with the terms of the Operating Agreement.

Section 1.11 Continuation of Business

In the event of the death, disability, retirement, resignation, withdrawal, expulsion, or bankruptcy, of a Member, or the occurrence of an event, which terminates the continued membership of a Member in the Company, the remaining Members and Managers of the Company shall have the right to continue the business of the Company in accordance with the terms of the Operating Agreement. In the event that the remaining Members and Managers fail to continue the business of the Company in accordance with the terms of the Operating Agreement, the Company shall be dissolved and liquidated in accordance with the provisions of the Act and the Operating Agreement.

Section 1.12 Operating Agreement and Authority

The manner in which the Company conducts its business and affairs, the duties and authority of its Members and Managers and the rights and obligations of its Members and Managers to the extent not expressly required by and provided for in the Act, shall be set forth in the Operating Agreement adopted by the initial Members and Managers of the Company. Said Operating Agreement may from time to time be amended in accordance with the provisions contained therein.

Section 1.13 Management

The business of the Company shall be conducted under the management of its Manager who shall have exclusive authority to act for the Company in all matters. The authorities and duties of the Manager will be set forth in the Operating Agreement. The name and address of the initial Managing Member are:

Nidal Hamame, MD
13740 Office Park Ct., Suite F
Clearwater, Florida 34667

Section 1.14 Indemnification and Liability

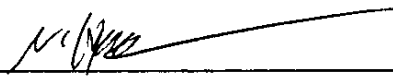
The Company may, as determined by the Managers of the Company, indemnify and advance expenses to a Member, Manager, employee or agent of the Company in connection with any proceeding, to the extent permitted by and in accordance with applicable laws and statutes and the Act and the Operating Agreement of the Company.

Section 1.15 Transferability of Interest

No interest in the Company may be transferred except as specifically set forth in the Operating Agreement of the Company.

IN WITNESS WHEREOF the undersigned forms this professional limited liability company on this date:

Executed on July 26, 2007



Nidal Hamame, Organizer & Member

FILED

2007 JUL 30 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA