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11 JAN 31 PM 4:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF CONVERSION
FOR
FLORIDA LIMITED LIABILITY COMPANY
INTO
"OTHER BUSINESS ENTITY"**

This Certificate of Conversion is submitted to convert the following Florida Limited Liability Company into an "Other Business Entity" in accordance with s. 608.4403, Florida Statutes.

1. The name of the Florida Limited Liability Company converting into the "Other Business Entity" is PHYSICIAN'S ACCESS URGENT CARE CENTER OF CENTRAL FLORIDA, LLC.
2. The name of the "Other Business Entity" is PHYSICIAN'S ACCESS URGENT CARE CENTER OF CENTRAL FLORIDA, LLC.
3. The "Other Business Entity" is a foreign limited liability company, organized and formed under the laws of Delaware.
4. The above referenced Florida Limited Liability Company has converted into an "Other Business Entity" in compliance with Chapter 608, F.S., and the conversion complies with the statute or applicable law governing the "Other Business Entity."
5. The plan of conversion was approved by the converting Florida Limited Liability Company in accordance with Chapter 608, F.S.
6. This conversion was effective under the laws governing the "Other Business Entity" on December 13, 2010.
7. This conversion shall be effective in Florida ~~on~~ upon filing with the Florida Dept. of State.
8. The principal office address of the "Other Business Entity" under the laws of the state or jurisdiction, in which such entity was organized, is as follows: 1011 West Oak Ridge Road, Suite A, Orlando, Florida 32809.
10. The "Other Business Entity" is an out-of-state entity not registered to transact business in Florida and therefore lists the following street and mailing address of an office the Florida Department of State may use for purposes of s. 48.181, F.S.:

Street Address: 1011 West Oak Ridge Road, Suite A, Orlando, Florida 32809

Mailing Address: 8788 S.W. 8th Street, Miami Florida 33174.

11. The "Other Business Entity" has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 608.4351-608.43595, F.S.

Signed this 29 day of oct 2010.

By:

GUY RUDOLPH MOISE, Authorized Representative

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