

Division of Corporations

Page 1 of 1

LO 70001/98 72

Florida Department of State  
Division of Corporations  
Public Access System

## 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.**

(((H07000289257 3)))



H070002892573ABC7

**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 : BLALOCK, WALTERS, HELD & JOHNSON, P.A.  
Account Number : 076666003611  
Phone : (941) 748-0100  
Fax Number : (941) 745-2093

2007 NOV 30 A 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDAFILED  
12/3  
AL

FLORIDA/FOREIGN LIMITED LIABILITY CO.

SPDC WALDEMERE, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

Electronic Filing Menu

Corporate Filing Menu

Help

RECEIVED

07 NOV 30 PM 2:33

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Fax Audit # (((H07000289257 3)))

**ARTICLES OF ORGANIZATION  
OF  
SPDC WALDEMERE, LLC**

The undersigned authorized representative hereby subscribes to these Articles of Organization to form a limited liability company ("Company") under the Florida Limited Liability Company Act (Chapter 608, *Florida Statutes*) and in accordance with *Florida Statutes* § 608.407.

**Article I - Name**

The name of the limited liability company is "SPDC WALDEMERE, LLC".

**Article II - Mailing Address and Street Address of Principal Office**

The mailing address and the street address of the principal office is 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239.

**Article III - Name and Street Address of Initial Registered Agent**

The name and street address of the Company's initial registered agent is Blalock Walters, Held & Johnson, P.A., 802 11th Street West, Bradenton, Florida 34205.

**Article IV - Management**

The Company shall be managed by its Members (who shall be designated as "Managing Members") and is, therefore, a member-managed limited liability company. The initial Managing Members are:

**The Hernando Weber Revocable Trust**, having a business address at 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239, and

**Dominick E. Cover, M.D.**, having a business address at 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239, and

**Ranjan P. Ghose, M.D.**, having a business address at 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239, and

**Steven W. Fineman, M.D.**, having a business address at 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239, and

**Candy Magiera**, having a business address at 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239, and

**David Bobish**, having a business address at 1921 Waldemere Street, Suite 416, Sarasota, Florida 34239.

FILED  
2007 NOV 30 A 10:10  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Fax Audit # (((H07000289257 3)))

The rights, duties, obligations and authority of the Managing Members shall be set forth in the Operating Agreement of the Company. Other than the filing of these Articles, no person, other than the Managing Members, is authorized to execute documents to be filed with the Florida Department of State or to otherwise bind or transact business on behalf of the Company.

#### Article V -- Purpose

The principal business and purpose of the Company is to engage in any and all lawful business activities related to or incidental to those purposes.

#### Article VI -- Transfers of Membership Interest

The Company's members may only transfer membership interests in accordance with the specific provisions of the Operating Agreement of the Company. Any transfer in violation of these Articles or the Operating Agreement of the Company shall be deemed null and void.

#### Article VII -- Existence

In accordance with *Florida Statutes* § 608.409, the Company's existence shall begin at the date and time these Articles of Organization are filed, as evidenced by the Florida Department of State's date and time endorsement, and shall be perpetual.

IN WITNESS WHEREOF, these Articles of Organization are executed on this 30<sup>th</sup> day of November 2007.

  
Robert S. Stroud, Esq.  
Authorized Representative

Prepared by:  
Robert S. Stroud, Esq.  
Florida Bar No. 0783781  
Blalock, Walters, Held & Johnson, P.A.  
802 11<sup>th</sup> Street West  
Bradenton, Florida 34205

NOV 30 A 10:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

Fax Audit # (((H07000289257 3)))

**ACKNOWLEDGMENT OF REGISTERED AGENT**

Having been named as registered agent to accept service of process for SPDC WALDEMERE, LLC at the place designated in these articles, 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 relative to the proper and complete performance of such duties, and is familiar with and accepts the obligations of the position as registered agent as provided for in Chapter 608, *Florida Statutes*.

**BLALOCK, WALTERS, HELD & JOHNSON, P.A.**By: 

Clifford L. Walters, President

**FILED**

2007 NOV 30 A 10:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA