

108000020590

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

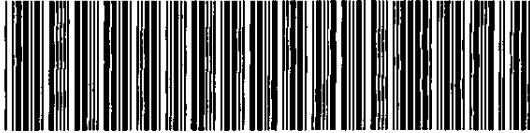
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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**G. MCLEOD**  
FEB 27 2008  
**EXAMINER**



500110702865

10/12/07--01037--009 \*\*125.00

10/12/07--01037--010 \*\*25.00

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
07 OCT 12 AM 10:10

Back dated per  
Marti Pearson to 10/12/07  
request.  
JSM

LAW OFFICES OF  
**ERIC M. SAUERBERG, P.A.**  
200 VILLAGE SQUARE CROSSING  
SUITE 102  
PALM BEACH GARDENS, FLORIDA 33410

TEL: (561) 776-0330  
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**ERIC M. SAUERBERG\*\***  
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**M. KRISTA BARTH\***  
\*ADMITTED TO D.C., FLORIDA,  
MARYLAND & NEW YORK BARS  
[KRISTA@EMSATTORNEYS.COM](mailto:KRISTA@EMSATTORNEYS.COM)

October 11, 2007

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

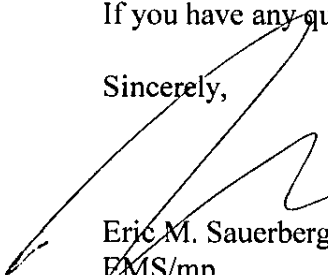
RE: Harbour Properties of South Florida, LLC

Dear Sir or Madam:

Please find enclosed Articles of Conversion and Articles of Organization of Harbour Properties of Florida, Inc into the above-referenced limited liability company. Enclosed is a check in the amount of \$25 for the filing fees of the Articles of Conversion and \$125 for the filing of the Articles of Organization. Please file and return the Articles to my office.

If you have any questions, please do not hesitate to call.

Sincerely,



Eric M. Sauerberg  
EMS/mp

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

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:

HARBOUR PROPERTIES OF FLORIDA, 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 AUGUST 31, 1999  
(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:

HARBOUR PROPERTIES OF SOUTH FLORIDA, LLC

(Enter Name of Florida Limited Liability Company)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
07 OCT 12 AM 10:10

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 10th day of OCTOBER 2007.

Signature of Authorized Person: 

Printed Name: DOUGLAS D. DEDO, M.D. Title: PRESIDENT

**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)

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

HARBOUR PROPERTIES OF SOUTH FLORIDA, LLC

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

**ARTICLE II - Address:**

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

**Principal Office Address:**

**Mailing Address:**

4060 PGA BOULEVARD, SUITE 204  
PALM BEACH GARDENS, FL 33410

4060 PGA BOULEVARD, SUITE 204  
PALM BEACH GARDENS, FL 33410

**ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:**

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

ERIC M SAUERBERG

Name

200 VILLAGE SQUARE CROSSING, SUITE 102

Florida street address (P.O. Box NOT acceptable)

PALM BEACH GARDENS FL 33410

City, State, and Zip

*Having been named as registered agent and to accept service of process for the above stated 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 as provided for in Chapter 608, F.S.*

  
\_\_\_\_\_  
Registered Agent's Signature (REQUIRED)

(CONTINUED)

Page 1 of 2

**ARTICLE IV- Manager(s) or Managing Member(s):**

The name and address of each Manager or Managing Member is as follows:

**Title:**

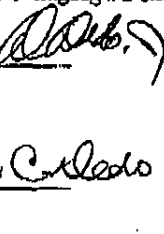
"MGR" = Manager

"MGRM" = Managing Member

**Name and Address:**

MGR 

DOUGLAS D. DEDO, M.D.  
4060 PGA BOULEVARD, SUITE 204  
PALM BEACH GARDENS, FL 33410

MGR 

KATHY C. DEDO  
4060 PGA BOULEVARD, SUITE 204  
PALM BEACH GARDENS, FL 33410

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

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(Use attachment if necessary)

**ARTICLE V; Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)**  
**(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)**

**REQUIRED SIGNATURE:**

  
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

DOUGLAS D. DEDO, M.D.  
Typed or printed name of signee

**Filing Fees:**

- \$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent
- \$ 30.00 Certified Copy (Optional)
- \$ 5.00 Certificate of Status (Optional)