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EXAMINER

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
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Sajune Medical  
Center, LLC

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~~PLEASE SEE~~  
~~ARTICLES OF INCORPORATION~~

Thanks  
Co

- \_\_\_ Art of Inc. File
- \_\_\_ LTD Partnership File
- \_\_\_ Foreign Corp. File
- ☒ L.C. File Conversion
- \_\_\_ Fictitious Name File
- \_\_\_ Trade/Service Mark
- \_\_\_ Merger File
- \_\_\_ Art. of Amend. File
- \_\_\_ RA Resignation
- \_\_\_ Dissolution / Withdrawal
- \_\_\_ Annual Report / Reinstatement
- ☒ Cert. Copy ~~\_\_\_\_\_~~
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- \_\_\_ Certificate of Fictitious Name
- \_\_\_ Corp Record Search
- \_\_\_ Officer Search
- \_\_\_ Fictitious Search
- \_\_\_ Fictitious Owner Search
- \_\_\_ Vehicle Search
- \_\_\_ Driving Record
- \_\_\_ UCC 1 or 3 File
- \_\_\_ UCC 11 Search
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TALLAHASSEE, FLORIDA

September 9, 2008

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: SAJUNE MEDICAL CENTER, L.L.C.  
Ref. Number: W08000041644

RE-SUBMIT  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

We have received your document for SAJUNE MEDICAL CENTER, L.L.C. and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that that the certificate of conversion form for converting an entity into a Florida LLC now requires two signatures. There must be a signature for the converting entity, and another separate signature for the resulting entity.

We are enclosing our Certificate of Conversion for Other Business Entity Into Florida LLC.

And by the way, you may wish to consider revising the format you are using since it is mostly derived from our form for the Conversion Of Florida Corporation Into Other Business Entity. This form is used for converting a Florida Corporation into a FOREIGN BUSINESS ENTITY. And that's why it's filed pursuant to Chapter 607.

You actually use Chapter 608 to convert an entity into a Florida LLC.

We've been accepting the format you use because it does make reference to Chapter 608, and with your modifications, it does include all the information required on the Other Business Entity Into Florida LLC form.

If you have any questions about this, please don't hesitate to call me -- BUCK KOHR -- at my direct number below.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Regulatory Specialist II

Letter Number: 208A00049113

RE-SUBMIT  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

**CERTIFICATE OF CONVERSION  
FOR  
SAJUNE MEDICAL CENTER, INC.  
INTO  
SAJUNE MEDICAL CENTER, L.L.C.**

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08 SEP -8 PM 2:35  
TALLAHASSEE, FLORIDA

Pursuant to section 608.439, Florida Statutes, SAJUNE MEDICAL CENTER, INC., a Florida corporation, an "other business entity" hereby submits the attached articles of organization and this certificate of conversion to convert into a Florida limited liability company:


1. The name of the "other business entity" immediately prior to conversion into the filing of this Certificate of Conversion is: SAJUNE MEDICAL CENTER, INC. which is a Florida for profit corporation. SAJUNE MEDICAL CENTER, INC. was incorporated as a Florida corporation on effective September 13, 2004 and assigned document number P04000129319.
2. The name of the Florida limited liability company is SAJUNE MEDICAL CENTER, L.L.C.
3. SAJUNE MEDICAL CENTER, INC. has converted into an "Other Business Entity" in compliance with Florida Statutes Chapter 607 and the conversion complies with the applicable law governing the "Other Business Entity," which is Florida Statutes Chapter 608.
4. The Plan of Conversion was approved by SAJUNE MEDICAL CENTER, INC. in accordance with Florida Statutes Chapter 607.
5. No shareholder of SAJUNE MEDICAL CENTER, INC. shall be a general partner of the "Other Business Entity" so no consent was required under Florida Statutes '607.1112(6). The "Other Business Entity" is a limited liability company and not a general partnership or limited partnership.
6. This conversion shall be effective under the laws governing the "Other Business Entity" upon the filing of this Certificate of Conversion with the Florida Division of Corporations.
7. This conversion shall be effective in Florida upon the filing of this Certificate of Conversion with the Florida Division of Corporations.

8. The principal office address of SAJUNE MEDICAL CENTER, L.L.C., shall be:

954 Lake Baldwin Lane  
Orlando, Florida 32814

DATED as of May 1, 2008.

SAJUNE MEDICAL CENTER, INC.

By:   
Sangeeta Pati, M.D., President

SAJUNE MEDICAL CENTER, LLC

By:   
Sangeeta Pati, M.D., Manager

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**EXHIBIT "A"**

**PLAN OF CONVERSION OF  
SAJUNE MEDICAL CENTER, INC.  
WITH AND INTO  
SAJUNE MEDICAL CENTER, L.L.C.**

1. SAJUNE MEDICAL CENTER, INC., a Florida corporation shall convert into SAJUNE MEDICAL CENTER, L.L.C. a Florida limited liability company.
2. Upon the consummation of the conversion of SAJUNE MEDICAL CENTER, INC. into SAJUNE MEDICAL CENTER, L.L.C., the separate existence of SAJUNE MEDICAL CENTER, INC. shall cease. SAJUNE MEDICAL CENTER, L.L.C., as the surviving entity, shall continue to exist by virtue of the laws of the State of Florida. The title to all property of every description, whether real or personal, and all interests, rights, privileges, powers and franchises of SAJUNE MEDICAL CENTER, INC. shall not be affected by the conversion and upon the conversion, SAJUNE MEDICAL CENTER, L.L.C., without further act or deed and without reversion or impairment, shall own and possess all the property of every description, real or personal, and all interests, rights, privileges, powers and franchises of SAJUNE MEDICAL CENTER, INC. prior to the conversion as provided '607.1114 of the Florida Statutes. Further, as provided in '607.1114 of the Florida Statutes, all rights of creditors and any person or persons dealing with SAJUNE MEDICAL CENTER, INC. shall be preserved and remain unimpaired by the conversion, all liens upon the properties of SAJUNE MEDICAL CENTER, INC. shall be preserved and remain unimpaired by the conversion, and all debts, liabilities, obligations and duties of SAJUNE MEDICAL CENTER, INC. shall henceforth attach to SAJUNE MEDICAL CENTER, L.L.C. and may be enforced against SAJUNE MEDICAL CENTER, L.L.C. to the same extent as if such obligations and duties has been incurred by SAJUNE MEDICAL CENTER, L.L.C.. Additionally, any existing claim or action or proceeding pending by or against SAJUNE MEDICAL CENTER, INC. or SAJUNE MEDICAL CENTER, L.L.C. may be continued as if the conversion did not occur or SAJUNE MEDICAL CENTER, L.L.C. may be substituted in such proceedings for SAJUNE MEDICAL CENTER, INC.
3. The manner and basis of converting the shares of SAJUNE MEDICAL CENTER, INC. into units of membership interest of SAJUNE MEDICAL CENTER, L.L.C. are as follows:
  - a. At the effective date of the conversion, each share of common stock of SAJUNE MEDICAL CENTER, INC. issued and outstanding shall be converted into one unit of membership interest of SAJUNE MEDICAL CENTER, L.L.C.
4. The Articles of Organization of SAJUNE MEDICAL CENTER, L.L.C. in effect at the time of the conversion shall remain unchanged as a result of the conversion and shall continue as the Articles of Organization of SAJUNE MEDICAL CENTER, L.L.C.
5. The effective date of the conversion shall be as of the date the Articles of Conversion are filed with the Florida Department of State.
6. Neither SAJUNE MEDICAL CENTER, INC. nor SAJUNE MEDICAL CENTER, L.L.C. is subject the law of any jurisdiction other than the State of Florida.

**ARTICLES OF ORGANIZATION FOR  
SAJUNE MEDICAL CENTER, L.L.C.,  
a FLORIDA LIMITED LIABILITY COMPANY**

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

**ARTICLE I - Name:**

The name of the Limited Liability Company is SAJUNE MEDICAL CENTER, L.L.C.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is 954 Lake Baldwin Lane, Orlando, Florida 32814.

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be perpetual commencing on the date of filing of these Articles of Organization.

**ARTICLE IV - Management:**

The Limited Liability Company is to be managed by managers and the name and address of the initial manager who shall serve until her successors are elected and have qualified are:

<u>Name</u>	<u>Address</u>
Sangeeta Pati, M.D.	954 Lake Baldwin Lane Orlando, Florida 32814

**ARTICLE V - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be with the affirmative vote of a majority of the Members.

**ARTICLE VI - Members Rights to Continue Business:**


The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be only with the affirmative vote of a majority of the remaining

Members.


**ARTICLE VII - Initial Registered Office and Registered Agent**

The initial street address of the registered office of this Limited Liability Company in the State of Florida shall be 1150 Louisiana Avenue, Suite 4, Winter Park, Florida 32789. The Members may from time to time move the registered office to any other address in Florida. The name of the initial registered agent of this Limited Liability Company at that address is William P. Weatherford, Jr. The Members may from time to time designate a new registered agent.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has made and subscribed these Articles of Organization at Orlando, Florida, this 5 day of September, 2008.

  
Sangeeta Pati, M.D., Authorized Agent

Having been named as registered agent for the above mentioned Limited Liability Company, at the place designated in the foregoing Articles of Organization, I hereby accept such designation and agree to act in such capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent. I am familiar with, and accept the duties and obligations of my position as registered agent.

Signature:   
William P. Weatherford, Jr.

Date: Sept 5, 2008