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(Business Entity Name)

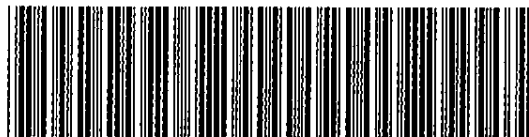
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

N. G. G. NOV 3 - 2008

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Parkway Plastic Surgery, P.L. ☒

(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Jo Ellen Ballinger, ACP, FRP

(Contact Person)

Ivan, Cole & Bonnette

(Firm/Company)

One Independent Drive, Suite 3131

(Address)

Jacksonville, FL 32202

(City, State and Zip Code)

For further information concerning this matter, please call:

Michael J. Ivan, Jr., Esq. (or J. Ballinger) at (904) 358-3006

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☐ \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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

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

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08 OCT 31 PM 12:23

**SECRETARY OF STATE
TALLAHASSEE FLORIDA**

This Certificate of Conversion and attached Articles of Organization are submitted to convert a Florida professional association into a Florida professional limited liability company in accordance with Section 608.439, Florida Statutes.

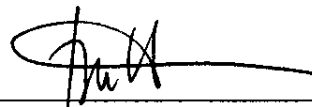
1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is **PARKWAY PLASTIC SURGERY, P.A.**

2. The "Other Business Entity" is a professional association first incorporated under the laws of the State of Florida on July 1, 1975, under Document Number 479772.

3. The name of the Florida professional limited liability company as set forth in the attached Articles of Organization is **PARKWAY PLASTIC SURGERY, P.L.**

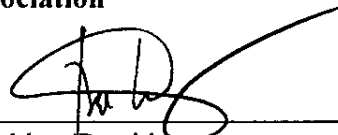
4. The effective date of the conversion shall be the date of filing of this Certificate of Conversion by the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Conversion is executed on October 30, 2008.



DAVID W. MOBLEY, Member of Parkway Plastic Surgery, P.L.

**PARKWAY PLASTIC SURGERY, P.A., a Florida
professional association**



By: _____
David W. Mobley, President

**ARTICLES OF ORGANIZATION
OF
PARKWAY PLASTIC SURGERY, P.L.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a professional limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

Article I
Name

The name of this professional limited liability company shall be PARKWAY PLASTIC SURGERY, P.L.

Article II
Principal Office and Mailing Address

The principal office and mailing address of this professional limited liability company shall be 5101-2 Gate Pkwy., Jacksonville, Florida 32256.

Article III
Initial Registered Agent and Address

The name and street address of the initial registered agent of this professional limited liability company are:

David W. Mobley
5101-2 Gate Pkwy.
Jacksonville, FL 32256

Article IV
Effective Date; Duration

The existence of this professional limited liability company shall commence on the date these Articles are filed with the Florida Department of State; subject, however, to the provisions of Florida Statutes Section 608.439(4). This professional limited liability company shall terminate on the date set forth in its Operating Agreement.

Article V
Purposes

This professional limited liability company is organized for the purpose of rendering "professional services" within the meaning of the Florida Professional Service Corporation and

Michael J. Ivan, Jr., Esquire
IVAN, COLE & BONNETTE, P.A.
One Independent Drive, Suite 3131
Jacksonville, Florida 32202
Telephone: (904)358-3006
Fla. Bar No.: 0016144

Limited Liability Company Act (the "Act"), in the practice of medicine, through its members, officers, employees and agents who are duly licensed to practice medicine in the State of Florida; and to have and exercise all powers conferred by the Act and the laws of the State of Florida upon professional limited liability companies, including but not limited to the power to invest its funds in real estate, mortgages, stocks, bonds, or any other type of investments, and to own real or personal property necessary for the rendering of professional services.

Article VI
Admission of Additional Members

The members may admit one or more additional members to the limited liability company, which additional members shall be duly licensed or otherwise legally authorized to practice medicine in the State of Florida. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

Article VII
Management

This limited liability company is a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement. The names and street addresses of the initial managers of this limited liability company are:

David W. Mobley, M.D.
5101-2 Gate Pkwy.
Jacksonville, FL 32256

Rebecca A. Glasser, M.D.
5101-2 Gate Pkwy.
Jacksonville, FL 32256

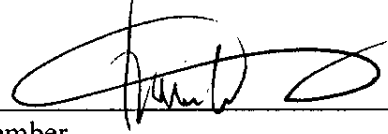
Article VIII
Operating Agreement

The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

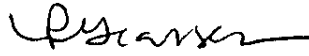
Article IX
Amendment

The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned members have executed these Articles of Organization the 30th day of October, 2008.

A handwritten signature in black ink, appearing to read 'David W. Mobley', written over a horizontal line.

David W. Mobley, Member

A handwritten signature in black ink, appearing to read 'Rebecca A. Glasser', written over a horizontal line.

Rebecca A. Glasser, Member

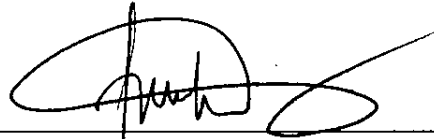
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THIS LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: PARKWAY PLASTIC SURGERY, P.L.
2. The name and the Florida street address of the registered agent are:

David W. Mobley
5101-2 Gate Pkwy.
Jacksonville, FL 32256

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, Florida Statutes.



David W. Mobley

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