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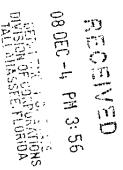
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December 4, 2008

#### CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

CFP Physicians Group, P.A. into CFP Physicians Group, LLC

Filing Evidence  ⊠ Plain/Confirmation Copy			Type of Document Certificate of Status		
	□ Certified Copy			Certificate of Good Standing	
				Articles Only	
	Retrieval Reques  □ Photocopy  □ Certified Copy	<u>st</u>		All Charter Docu Articles & Amen Fictitious Name (	dments
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Annual Reports Fictitious Name Name Reservation		Foreign			
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		Reinstatement			
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# Certificate of Conversion For Florida Profit Corporation Into Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted in accordance with s. 608.439, Florida Statutes, to convert the following "Other Business Entity" into a Florida Limited Liability Company.

- 1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is CFP Physicians Group, P.A. and its Document Number is P99000050027.
- 2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of the State of Florida on 6/30/1999.
- 3. The jurisdiction of the "Other Business Entity" has not changed since its formation.
- 4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is CFP Physicians Group, LLC
- 5. This conversion shall be effective upon the date of filing this Certificate of Conversion and attached Articles of Organization with the Florida Department of State.

Signed this 28 day of October, 2008.

Signature of Member or Authorized Representative of Limited Liability Company:

Name: Steven H. Selznic

Title: Manager

Signature(s) on behalf of Other Business Entity:

By: Steven H. Selznick

lts: President

### Articles of Organization For Florida Limited Liability Company

#### Article I

The name of the Limited Liability Company is CFP Physicians Group, LLC.

#### Article II

The mailing address and street address of the principal office of the Limited Liability Company is 985 Semoran Boulevard, Casselberry, FL 32707.

#### Article III

The street address of the initial registered office of the Limited Liability Company in Florida is 985 Semoran Boulevard, Casselberry, FL 32707, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is Steven H. Selznick.

#### **Article IV**

The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Florida Limited Liability Company Act, including all powers and purposes now and hereafter permitted by law to a limited liability company.

#### Article V

The effective date for this Limited Liability Company shall be the date of filing these Articles of Organization with the Florida Department of State.

#### Article VI

The Limited Liability Company is to be managed by Managers. The name and address of each Manager is as follows:

Steven H. Selznick 985 Semoran Blvd. Casselberry, FL 32707

Hugh W. Thomas 985 Semoran Blvd. Casselberry, FL 32707 08 DEC -4 AM 8: 01

IN WITNESS WHEREOF, the undersigned Member has executed and acknowledged these Articles of Organization on October 2, 2008.

Steven H. Solznisk

OBDEC -4 AM 8: 01

#### CONSENT TO APPOINTMENT BY REGISTERED AGENT

Having been named as Registered Agent for CFP Physicians Group, LLC, I hereby voluntarily consent to serve as Registered Agent for CFP Physicians Group, LLC.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: October 25, 2008

Steven H. Selznick