

LD9000009970

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

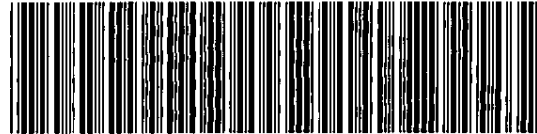
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only

EFFECTIVE DATE\_

2/01/09



500142127865

01/29/09--01038--011 \*\*185.00

FILED  
09 JAN 29 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

D. BRUCE

JAN 30 2009

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Gowani Medical Associates, MD, PLLC  
(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:

Cynthia J. Pyles

(Contact Person)

Cynthia J. Pyles, P.A.

(Firm/Company)

1336 Olympia Park Circle

(Address)

Doee, FL 34761

(City, State and Zip Code)

FILED  
09 JAN 29 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

For further information concerning this matter, please call:

Rob Pyles

(Name of Contact Person)

at (407) 383-7491

(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**

THE UNDERSIGNED, being all of the shareholders and directors of GOWANI MEDICAL ASSOCIATES, M.D., P.A., hereby adopt and state the following:

### **ARTICLE I - PLAN OF CONVERSION AND APPROVAL**

A plan of conversion was approved by the board of directors and shareholders of GOWANI MEDICAL ASSOCIATES, M.D., P.A. (a Florida professional corporation). The approval by GOWANI MEDICAL ASSOCIATES, M.D., P.A., was in accordance with the provisions of Chapter 607 of the Florida Statutes. V 11146

### **ARTICLE II - STATEMENT OF CONVERSION**

GOWANI MEDICAL ASSOCIATES, M.D., P.A. organized on 2/3/1992 and previously known as YASMEEN S. GOWANI, M.D., P.A., has been converted into GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C. (a Florida professional limited liability company) in compliance with Chapter 607 of the Florida Statutes, and the conversion complies with the applicable laws governing Florida professional limited liability companies.

### **ARTICLE III - EFFECTIVE DATE**

The effective date for the conversion of GOWANI MEDICAL ASSOCIATES, M.D., P.A. to GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C. shall be February 1, 2009.

### **ARTICLE IV - ADDRESS**

The mailing and street address of the principal office of GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C. shall be 7224 Stonerock Circle, Orlando, FL 32819. GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C. was organized under the laws of the State of Florida, Orange County.

EFFECTIVE DATE

2/1/09

FILED  
09 JAN 29 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE V - APPRAISAL RIGHTS**

GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C. has agreed to pay any shareholders having appraisal rights under GOWANI MEDICAL ASSOCIATES, M.D., P.A. the amount to which they are entitled under Sections 607.1301-607.1333 of the Florida Statutes.

**ARTICLE VI - REGISTERED AGENT**

The Registered Agent for GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C. shall be YASMEEN S. GOWANI, whose address is 7224 Stonerock Circle, Orlando, FL 32819.

IN WITNESS WHEREOF, the undersigned shareholders and directors of GOWANI MEDICAL ASSOCIATES, M.D., P.A. have made and subscribed this Certificate of Conversion at Orlando, Florida, this 12<sup>th</sup> day of December, 2008. In accordance with Chapters 607 and 608 of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

GOWANI MEDICAL ASSOCIATES, M.D., P.A.

By:   
Yasmeen S. Gowani, President

SHAREHOLDERS AND DIRECTORS

  
Yasmeen S. Gowani

  
Sherali Gowani

FILED  
09 JAN 29 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
GOWANI MEDICAL ASSOCIATES, M.D., P.L.L.C.**

THE UNDERSIGNED, being all of the Members, desiring to form a professional limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, do hereby adopt the following Articles of Organization:

**ARTICLE I - NAME**

The name of the limited liability company is Gowani Medical Associates, M.D., P.L.L.C. (the "Company").

**ARTICLE II - ADDRESS**

The mailing and street address of the Company's principal office is 7224 Stonerock Circle, Orlando, FL 32819.

**ARTICLE III - DURATION**

The Company's existence shall commence on February 1, 2009 and shall continue perpetually until terminated in accordance with the Company's Regulations or upon the occurrence of any of the events specified in Section 608.441 of the Florida Statutes, unless continued by the vote of a majority-in-interest of the remaining Members.

**ARTICLE IV - MEMBERS**

"Members" means the initial Members of the Company and also means any additional or substitute Members admitted to the Company in accordance with these Articles of Organization and the Regulations of the Company.

**FILED**  
09 JAN 29 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE V - MANAGEMENT**

The business of the Company shall be conducted, carried on and managed by the Members of the Company. Approval of all actions shall be made by the Members holding a majority of the interests in the Company.

#### **ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

The admission of additional Members to the Company shall require the approval of all of the existing Members in the Company. Only individuals licensed under the State of Florida to perform medical services are permissible Members in the Company.

#### **ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS**

If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may continue the Company if a majority in-interest of the remaining Members consent in writing to continue the business of the Company within ninety (90) days of the occurrence of the event which would otherwise cause a dissolution of the Company.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

09 JAN 29 PM 4:38

FILED

#### **ARTICLE VIII - INITIAL REGISTERED AGENT AND OFFICE**

The initial street address of the registered office of the Company in the State of Florida is 7224 Stonerock Circle, Orlando, Florida 32819. The name of the initial registered agent of the Company is YASMEEN S. GOWANI.

#### **ARTICLE IX - PURPOSE**

The purpose for which the Company is being formed is to engage in professional medical services under the laws of the United States and the State of Florida.

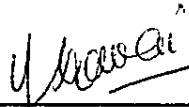
**ARTICLE X - REGULATIONS**

The Members shall have the power to adopt, alter, amend, or repeal regulations of the Company, containing provisions for the regulation and management of the affairs of the Company.

**ARTICLE XI -VOTING**

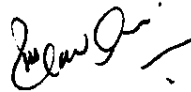
The Members shall have the right to vote on Company matters as provided in the Regulations of the Company.

IN WITNESS WHEREOF, the undersigned Members have made and subscribed these Articles of Organization at Orlando, Florida, this 12th day of December, 2008. In accordance with Section 608.408(3), of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



---

Yasmeen S. Gowani



---

Sherali Gowani

**FILED**  
09 JAN 29 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA