

L09000045002

(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



500385984595

04/20/22--01013--008 **50.00

FILED
2022 APR 20 PM 4:25
CLERK

C. BRUMBLEY

JUN 29 2022

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: West Orange Physicians Group, LLC

Name of Surviving Party

The enclosed Certificate of Merger and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to:

Ashley Keating

Contact Person

Orlando Health, Inc.

Firm/Company

1414 Kuhl Ave., MP 2

Address

Orlando, FL 32806

City, State and Zip Code

ashley.keating@orlandohealth.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ashley Keating at (321) 841-1360

Name of Contact Person

Area Code

Daytime Telephone Number

☐ Certified copy (optional) \$30.00

STREET ADDRESS:

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

MAILING ADDRESS:

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

FILED
2022 APR 20 PM 4:25

ARTICLES OF MERGER
OF
WEST ORANGE PHYSICIANS GROUP, LLC
(A Florida Limited Liability Company. Document Number: L09000045002)
AND
ORLANDO URGENT CARE, LLC
(A Florida Limited Liability Company. Document Number: L15000138690)

In accordance with Florida Statutes Chapter 605, the Florida Revised Limited Liability Act (the "Act"), pursuant to §§ 605.1021-605.1026, Florida Statutes, WEST ORANGE PHYSICIANS GROUP, LLC, a Florida limited liability company, with its principal address at 1414 Kuhl Ave., MP2, Orlando, Florida 32806, and ORLANDO URGENT CARE, LLC, a Florida limited liability company, with its principal address at 1414 Kuhl Avenue, MP2, Orlando, Florida 32806, hereby adopt the following Articles of Merger:

ARTICLE I
MERGER

1. ORLANDO URGENT CARE, LLC, a Florida limited liability company duly organized and existing under the laws of the State of Florida ("Merging Company"), shall be merged with and into WEST ORANGE PHYSICIANS GROUP, LLC, a Florida limited liability company duly organized and existing under the laws of the State of Florida ("Surviving Company"); and
2. The separate existence of ORLANDO URGENT CARE, LLC, a Florida limited liability company, shall cease; and
3. WEST ORANGE PHYSICIANS GROUP, LLC, a Florida limited liability company, shall survive the Merger and shall continue to be governed by the laws of the State of Florida (collectively, subsections (i)-(iii) are referred to herein as the "Merger").

ARTICLE II
APPROVALS OF MERGER

1. The Merger was approved and adopted by the Surviving Company in accordance with §§ 605.1021-605.1026 of the Act and by each member of the Surviving Corporation who as a result of the merger will have interest holder liability under § 605.1023(1)(b).
2. The Merger was approved and adopted by the Merged Company in accordance with §§ 605.1021-605.1026 of the Act and by each member of the Merged Corporation who as a result of the merger will have interest holder liability under § 605.1023(1)(b).

ARTICLE III
ARTICLES OF ORGANIZATION

The Articles of Organization of the Surviving Company as in effect prior to the Merger shall continue in effect to govern the Surviving Company after the Merger.

ARTICLE IV
APPRAISAL RIGHTS

Pursuant to § 605.1025(2)(h) of the Act, the Surviving Entity agrees to pay to any members with appraisal rights the amount to which such members are entitled under the provisions of §§ 605.1006 and 605.1061-1072 of the Act.

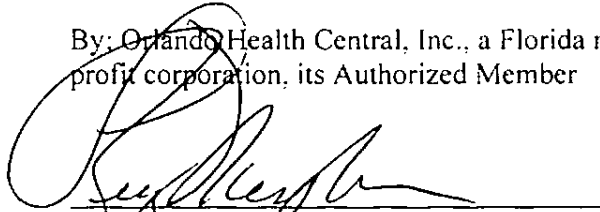
ARTICLE V
EFFECTIVE DATE

The date and time when the Merger shall become effective is May 15, 2022 at 12:01 A.M. (the "Effective Date").

IN WITNESS WHEREOF, the undersigned have executed these Articles of Merger as of this 11th day of April, 2022.

WEST ORANGE PHYSICIANS GROUP, LLC, a Florida limited liability company

By: Orlando Health Central, Inc., a Florida not for profit corporation, its Authorized Member

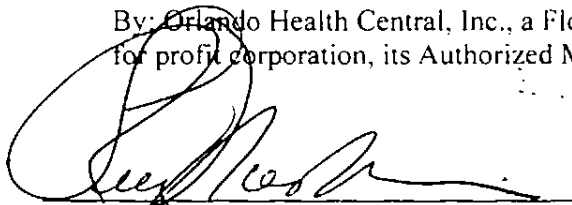


Kelly Nierstedt
President

ORLANDO URGENT CARE, LLC, a Florida limited liability company

By: West Orange Physicians Group, a Florida limited liability company, its Authorized Member

By: Orlando Health Central, Inc., a Florida not for profit corporation, its Authorized Member



Kelly Nierstedt
President

FILED
2022 APR 20 PM 4:25
S.E. FILE