Division of Corporations Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H09000145982 3)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850)617-6383

From

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 : (305)634-3694 Phone Fax Number : (305)633-9696

# FLORIDA/FOREIGN LIMITED LIABILITY CO.

# VALLEJO DENTAL GROUP, LLC

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

Help

JUN 1 9 2009

https://efile.sunbiz.org/scripts/efilcovr.exe PAGE 01/05

Electronic Filing Menu

EMPIRE CORP KIT

6/18/2009

9696669908

ZÞ:01 600Z/81/90



## ARTICLES OF ORGANIZATION

OF

# VALLEJO DENTAL GROUP, LLC, a Florida limited liability company

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida do set forth the following:

#### ARTICLE I: NAME

The name of the Limited Liability Company is VALLEJO DENTAL GROUP, LLC, a Florida limited liability company (the "Limited Liability Company").

#### ARTICLE II: DURATION

The existence of the Limited Liability Company shall be perpetual, unless terminated by the unanimous written agreement of all members, or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon the occurrence of any event which terminates the continued membership of a member, unless the existence and business of the company is continued by the consent and agreement of the remaining members owning a majority of the membership interests, or by amendment of these Articles of Organization thereby providing for the continued existence of the Limited Liability Company subsequent to the foregoing events.

# ARTICLE III: PURPOSE

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

## ARTICLE IV: ADDRESS OF PLACE OF BUSINESS

The initial principal place of business and mailing address in Florida for the Limited Liability Company shall be 1911 Northwest 150<sup>th</sup> Avenue, Suite 201, Pembroke Pines, Florida 33028.

# ARTICLE V: REGISTERED AGENT

The name of the initial registered agent in Florida for the Limited Liability Company is Peter M. Lopez, P.A., and the address of the initial registered agent is 1911 Northwest 150<sup>th</sup> Avenue, Suite 201, Pembroke Pines, Florida 33028

1

H0900014598a

09 JUN 18 AM 8: 12

SECRETARY OF STATE VISION OF CORPORATIONS

# ARTICLE VI: CAPITAL CONTRIBUTIONS

The total amount of cash contributed to the Limited Liability Company is One Thousand (\$1,000.00) Dollars in cash and no other property is being contributed to the Limited Liability Company.

# ARTICLE VII: ADDITIONAL CONTRIBUTIONS

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events or happenings of which, that shall be made, are as follows: No total additional contributions have been agreed to at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon agreement of the members owning a majority of the membership interests of the Limited Liability Company.

# ARTICLE VIII: MEMBERS

The name and address of the member of the Limited Liability Company is Freddy A. Vallejo, D.D.S., c/o Peter M. Lopez, P.A., 1911 Northwest 150th Avenue, Suite 201, Pembroke Pines, Florida 33028.

#### ARTICLE IX: ADDITIONAL MEMBERS

Members may admit additional members upon agreement of the members owning a majority of the membership interests in the Limited Liability Company.

#### ARTICLE X: CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankcuptcy, 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, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless the consent to continue of all the remaining members of the Limited Liability Company is obtained or these Articles of Organization are amended thereby providing for the continued existence of the Limited Liability Company subsequent to the foregoing events.

# ARTICLE XI: REGULATIONS

The member(s) shall have the power to adopt, alter, amend or repeal regulations of the Limited Liability Company containing provisions for the regulation and management of the affairs of the business of the Limited Liability Company.

DIVISION OF CORPORATIONS

2

#### ARTICLE XII: MANAGEMENT

The management of the Limited Liability Company is reserved to members, or officers of the members, who shall be referred to as managing members. The name and address of the managing members who shall serve as managing members until the first annual meeting of member(s) or until his successor is elected and qualified is as follows:

(i) Freddy A. Vallejo, D.D.S., Managing Member
 1911 Northwest 150<sup>th</sup> Avenue, Suite 201
 Pembroke Pines, Florida 33028

These Articles of Organization have been executed on the date set forth under the name of the subscribing member.

PETER M. LOPEZ/// SUSCRIBING MEMBER Date: JUNE 18 . 2009

STATE OF FLORIDA )
SS:
COUNTY OF BROWARD )

On this 18 day of June, 2009, before me personally appeared Peter M. Lopez, to me known to be the person who executed the foregoing.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

VIRGINBA PERIEZ
MY COMMISSION II DO SS6308
ESCRIES: July 28, 2010
Benned Tons Natury Presis Unchandlant

Notary Public, State of Florida

Commission No.:

My Commission Expires:

OP IIIN IS AM 8: 13

# H09000145982

# ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of VALLEJO DENTAL GROUP, LLC, a Florida limited liability company the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent.

Executed this 18 day of June, 2009.

Peter M. Lopez, P.A.

H09000145982