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EXAMINER



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July 27, 2009

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

Victor Morales Hayes, PL

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### ARTICLES OF ORGANIZATION

### <u>FOR</u>

# Victor Morales Hayes, PL

(FOR PROFIT PROFESSIONAL SERVICE LIMITED LIABILITY COMPANY)

The undersigned, competent and licensed to practice medicine in the State of Florida, acting hereby as Member or Authorized Representative for the Member for the purpose of forming a Professional Service Limited Liability Company, for profit under the provisions of Section 608, Florida Limited Liability Company Act, and Section 621, Florida Professional Service Corporation Act, of the Florida Statutes, does hereby adopt the following Articles of Organization:

Ι

# NAME OF LIMITED LIABILITY COMPANY

The name of this Limited Liability Company shall be Victor Morales Hayes, PL.

ΊI

# **PURPOSES**

The general nature and purpose of business to be transacted, promoted and carried on by the Limited Liability Company are as follows:

- a. To engage in every aspect of the practice of Medicine and all its' fields of specialization as are engaged in by Physicians.
- b. To engage and render the professional services involved only through its' members, agents and employees who shall be Physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to

render the same professional service as this Limited Liability Company.

- c. To invest its' funds in real estate, mortgages, stocks, bonds and any other type of investments permitted by law.
- d. To engage in no other business other than the rendition of the professional services specified herein.
- e. To do everything necessary and proper in accomplishing the purposes herein set forth and to do anything incidental thereto which is not forbidden under the laws of the State of Florida.

### III

### MEMBERSHIP INTEREST

- a. The Limited Liability Company is authorized to issue shares of ownership in the Limited Liability Company only to Physicians in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional services as this Limited Liability Company.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services as determined by the Limited Liability Company.

IV

### DURATION

The Limited Liability Company shall have perpetual existence.

V

### REGISTERED AGENT

The street address of the initial principal office of this Limited Liability Company, the mailing address of this Limited Liability Company and the address of this Limited Liability Company's initial registered office is 2148 Gold Dust

Road, Trinity, Florida 34655, and the name of its' initial registered agent at said address is **Victor Morales Hayes**.

Having been named to accept service of process for the above-stated Limited Liability Company at the place designated in these Articles. I hereby accept the appointment as the 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, F.S.

Victor Morales Hayes

<u>VI</u>

# ORGANIZING MEMBER(S)

 $\qquad \qquad \text{The name and address of the Organizing Member(s) is/are as follows:} \\$ 

Victor Morales Hayes 2148 Gold Dust Road Trinity, Florida 34655

<u>VII</u>

## MANAGERS OR MANAGING MEMBER(S)

The names and addresses of the each Manager or Managing Member(s) of this Limited Liability Company is/are:

Victor Morales Hayes 2148 Gold Dust Road Trinity, Florida 34655 MGRM

MGR = MANAGER
MGRM = MANAGING MEMBER

VIII

# EFFECTIVE DATE

The effective date of this Limited Liability Company is the date of filing.

### SEVERANCE AND TERMINATION OF EMPLOYMENT

If any Member, agent or employee of this Limited Liability Company becomes legally disqualified to render the professional services for which the Limited Liability Company is organized, or accepts employment that places restrictions or limitations on his continued rendering of such professional services, he shall forthwith sever all employment with the Limited Liability Company, and shall not thereafter participate or share, directly or indirectly, in any earnings or profits realized by the Limited Liability Company on account of professional services. The Limited Liability Company shall forthwith, upon such disqualification of any Member, purchase such Member's shares and pay him all amounts owing and lawfully due to him by the Limited Liability Company in accordance with any Membership Agreement executed by the Member, except that such shares shall not be entitled to earnings or profits.

X

# INDEMNIFICATION

The Limited Liability Company shall indemnify any Member, or any former Member, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned Organizing Member has executed these Articles of Organization in the State of Florida, this  $\frac{\partial \delta}{\partial t}$  day of  $\frac{\partial \delta}{\partial t}$ , 2009.

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Organizing Member