

L 090000 76523

(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



700159187107

FILED

09 AUG 10 AM 8:45

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2009 AUG 10 PM 4:19

NOT INTENDED
TO ACKNOWLEDGE
SUFFICIENCY OF FILING

B. KOHR

AUG 11 2009

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : I20000000195
REFERENCE : 092109 7199649
AUTHORIZATION :
COST LIMIT : \$ 180.00

FILED
09 AUG 10 AM 8:45
TALLAHASSEE, FLORIDA

ORDER DATE : August 10, 2009
ORDER TIME : 3:28 PM
ORDER NO. : 092109-005
CUSTOMER NO: 7199649

CONVERSION FILING

NAME: MIAMI HAND CENTER, INC.

XX CERTIFICATE OF CONVERSION
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER'S INITIALS: _____

**Certificate of Conversion
of
MIAMI HAND CENTER, INC.
into
MIAMI HAND CENTER, LLC**

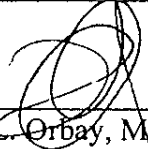
FILED
09 AUG 10 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

This Certificate of Conversion and attached Articles of Organization are submitted to convert Miami Hand Center, Inc. (the "Corporation") into a Florida limited liability company in accordance with ss. 607.1113 and 608.439 of the Florida Statutes.


1. The name of the Corporation immediately prior to the filing of this Certificate of Conversion is Miami Hand Center, Inc. P96000081170
2. The Corporation was first incorporated under the laws of Florida on October 1, 1996.
3. The jurisdiction of incorporation of the Corporation has not changed since it was first incorporated.
4. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Miami Hand Center, LLC (the "LLC").
5. The Corporation is being converted into the LLC in compliance with Chapters 607 and 608 of the Florida Statutes.
6. The plan of conversion pursuant to which the Corporation is being converted into the LLC was approved by the directors and shareholders of the Corporation in accordance with Chapter 607 of the Florida Statutes.
7. The address of the principal office of the LLC will be 8905 SW 87th Avenue, Miami, Florida 33176.
8. The LLC will pay any shareholders of the Corporation having appraisal rights the amount to which they are entitled under ss. 607.1301 to 607.1333 of the Florida Statutes.
9. The conversion of the Corporation to the LLC is a change in the form of the business under applicable Florida State law. The change does not affect the business structure or the day-to-day operation of the business. Following the conversion, the LLC will be, for all practical purposes, the same business that existed before the conversion.
10. This Certificate of Conversion shall be effective as of the date of filing of the same with the Florida Department of State.

Signed this 7th day of August, 2009.

Signature of Member or Authorized Representative of limited liability company:

By: 
Name: Jorge L. Orbay, M.D.
Title: Member

Signature of Officer or Director of corporation:

By: 
Name: Jorge L. Orbay, M.D.
Title: President and Authorized Representative

**ARTICLES OF ORGANIZATION
OF
MIAMI HAND CENTER, LLC**

FILED
09 AUG 10 AM 8:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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, the following are the Articles of Organization for MIAMI HAND CENTER, LLC:

NAME

The name of the limited liability company is MIAMI HAND CENTER, LLC (the "Company").

PURPOSE AND POWERS

The Company is organized to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

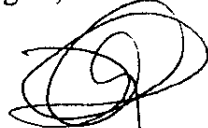
MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS

The mailing address and principal place of business of the Company is 8905 SW 87th Avenue, Miami, Florida 33176.

INITIAL REGISTERED AGENT

The name and address of the initial registered agent for the Company in Florida is Jorge L. Orbay, M.D., 8905 SW 87th Avenue, Miami, Florida 33176.

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned authorized representative of a member of the Company, has executed these Articles of Organization in Miami-Dade County, Florida this 7th day of August, 2009.



Jorge L. Orbay, M.D.

**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

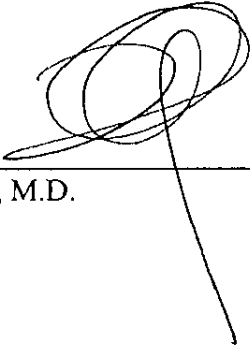
W I T N E S S E T H:

That **MIAMI HAND CENTER, LLC**, desiring to organize under the laws of the State of Florida, has named Jorge L. Orbay, M.D., whose offices are located at 8905 SW 87th Avenue, Miami, Florida 33176, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 608.415, Florida Statutes.

Dated this 7th day of August, 2009.



Jorge L. Orbay, M.D.