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T. HAMPTON

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EXAMINER

CommerceLawGroup

a professional limited company

Responding Office:

PO Box 357247
Gainesville, FL 32635

January 4, 2010

Division of Corporations
Department of State
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

re: LMK Medical, LLC

To Whom It May Concern:

On behalf of the above-referenced entity, please find enclosed the following document for immediate filing, along with one photocopy of the same:

○ *Articles of Organization*

Please also find enclosed a check made payable to the Florida Department of State in the amount of \$155.00 representing the applicable fees associated with the filing therewith as well as the fee associated with our request for a certified copy of the record (Articles of Organization—\$100.00 (LLC); Registered Agent fee—\$25.00 (LLC); and Certified copy of record (LLC)—\$30.00). Once the original of the enclosure has been filed, please return the requested certified copies to my attention at the mailing address listed above.

Should you have any questions, please do not hesitate to call. Thanks again.

Sincerely,



Daniel T. White, Esquire
Managing Member

Encl.

Articles of Organization

of

LMK MEDICAL, LLC

ARTICLE I: NAME

The name of this limited liability company shall be LMK Medical, LLC (the "Company").

ARTICLE II: MAILING AND STREET ADDRESS

This Company's principal office location and mailing address shall be 5722 S. Flamingo Rd., #232, Ft. Lauderdale, FL 33330.

ARTICLE III: REGISTERED OFFICE AND AGENT

The registered office of this Company shall be 3810 N.W. 39th Ave., Gainesville, FL 32606, and this Company's registered agent at that address shall be Daniel T. White, Esq.

ARTICLE IV: DURATION OF COMPANY'S EXISTENCE

This Company shall have perpetual existence.

ARTICLE V: PURPOSE AND POWERS

This Company may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation in which the Company chooses to engage in business activities.

**ARTICLE VI: ADDITIONAL MEMBERS; ASSIGNMENT OF INTEREST
NO MEMBERSHIP RIGHTS OR POWERS WITHOUT ADMISSION**

A. Unless and until otherwise provided to the contrary in this Company's operating agreement (if any):

(1) No person shall be admitted as a member of or to this Company unless formally admitted pursuant to the unanimous affirmative action or written consent of this Company's members, and then only in strict compliance with any additional term or condition governing admission as may be set forth in this Company's articles of organization or operating agreement (if any).

(2) No transferee, assignee, holder, successor or assign of or to any interest in this Company shall have any vested right, privilege or other entitlement of membership prior to, if ever, formal admission. Solely by virtue of accepting, receiving, holding or claiming rights or title in or to, any interest in this Company, no transferee, assignee, holder, successor or assign of or to any interest in this Company shall have any vested right, privilege or other entitlement to become a member automatically, or to cause either this Company or its existing members to admit any such person to the membership of this Company.

(3) Prior to the dissolution and winding-up of this Company, no interest in this Company of any kind whatsoever shall be transferable or assignable, in whole or in part, directly or indirectly, voluntarily or involuntarily, whether by any member or other holder of any interest in or of this Company, except upon the unanimous affirmative action or written consent of this Company's members, and then only in strict compliance with any additional term or condition governing transfer or assignment of interests as may be set forth in this Company's articles of organization or operating agreement (if any). Any attempt to transfer or assign any interest in this Company in violation of this Company's articles of organization or operating agreement (if any) shall be deemed void ab initio and without force or effect.

B. Without being a formally-admitted member of this Company, no transferee, assignee, holder, successor or assign of or to any interest in this Company shall have or possess:

(i) any right, privilege or entitlement to exercise any right or power of or as a member of this Company (including without limitation exercising any right or power to vote on any matter concerning any aspect of this Company's business or affairs on account of or with respect to any such interest) or to otherwise participate in the management of this Company's business and affairs; or

(ii) any right, power or authority to grant or appoint to any other person (including any member of this Company), any proxy to vote or otherwise act on behalf of, or with respect to, any holder or interest in the Company (nor shall any such person have any right, power or authority to act as a proxy or representative of another person or any interest in the Company).

C. Any attempt to grant or act as a proxy or representative of any interest in the Company in violation of this Company's articles of organization or operating agreement (if any) shall be deemed void ab initio and without force or effect.

ARTICLE VII: AMENDMENTS TO GOVERNING DOCUMENTS

A. The Company's articles of organization or operating agreement (if any) may be amended, revised, restated or repealed pursuant to, and in accordance with, the applicable provisions as may be set forth in this Company's articles of organization or operating agreement (if any).

B. All amendments, alterations, revisions, restatements or repeals of this Company's operating agreement (if any) shall be consistent with this Company's articles of organization then in effect; and in all events any and all amendments, alterations, revisions, restatements or repeals of or to either this Company's articles of organization or operating agreement (if any) shall be in writing.

C. Unless and until otherwise provided to the contrary in this Company's operating agreement (if any), this Company's articles of organization may be amended, revised, restated or repealed only pursuant to the unanimous affirmative action or written consent of the Company's members.

ARTICLE VIII: SEVERABILITY

In the event all or any portion of any provision of this Company's articles of organization is deemed to be unenforceable, the remainder of that or all other provisions shall not be affected thereby and each remaining provision shall be valid and enforceable to the fullest extent permitted by law.

**ARTICLE IX: MANAGEMENT OF COMPANY; AUTHORITY TO ACT
ON BEHALF OF COMPANY**

A. The management of this Company shall be exclusively conducted, and vested in, one or more managers in accordance with the Florida Limited Liability Company Act, as amended (the "LLC Act"), and the applicable provisions of this Company's articles of organization or operating agreement (if any). Accordingly, this Company shall be, and exist and operate as a manager-managed company for all purposes under the LLC Act.

B. This Company's managers shall be duly designated, appointed, elected, removed or replaced in accordance with the applicable procedures set forth under in this Company's articles of organization or operating agreement (if any) (or, in absence of governing provisions set forth under either of the foregoing documents, the LLC Act).

C. No member of this Company, solely by reason of being a member, shall have any authority whatsoever (whether actual, apparent or implied) to act on this Company's behalf or to be an agent or representative of this Company for purpose of conducting its business. No act of any member, who is not also a manager of this Company acting within the scope of his actual authority, shall legally bind this Company.

* * * * *

Dated: January 4, 2010.



Daniel T. White, Esq.
Authorized Representative for
the Initial Members

CERTIFICATE OF REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, LMK Medical, LLC, a limited liability company organized under the laws of the State of Florida, hereby submits the following statement to designate its initial registered office and agent in the State of Florida:

Registered agent: Daniel T. White, Esq.

Registered office: 3810 N.W. 39th Ave, Gainesville, FL 32606

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as 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.



Name: Daniel T. White, Esq.

Dated: January 4, 2010