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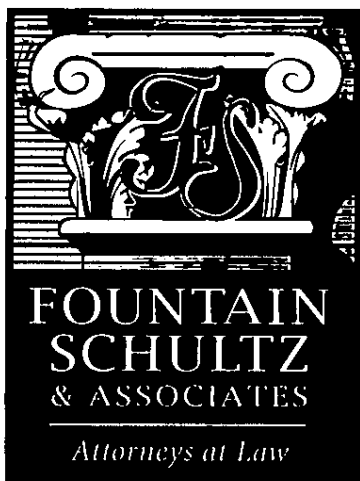


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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
10 MAR 15 AM 11:04

T. HAMPTON  
MAR 16 2010  
EXAMINER



KENNETH R. FOUNTAIN  
KERRY ANNE SCHULTZ  
SCOTT C. BRIDGFORD

March 10, 2010

**VIA REGULAR U.S. MAIL**

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

**Re: BAY MEDICAL SERVICES, P.L.**

Dear Sir or Madam:

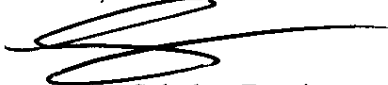
Enclosed please find the following instruments:

1. Corrected Original Articles of Organization of Bay Medical Services, P. L.; and
2. Check # 1539 in the amount of \$138.75 for filing the Articles of Organization.

Please return a filed copy to me in the enclosed pre-addressed, stamped envelope.

Should you have any questions, please advise. Thank you for your assistance in this matter.

Sincerely,  
**Fountain, Schultz & Associates, P.L.**

  
Kerry Anne Schultz, Esquire

KAS: mae  
Enclosures

2045 FOUNTAIN PROFESSIONAL CT.  
SUITE A  
NAVARRE, FLORIDA 32566  
TEL: (850) 939-3535  
FAX: (850) 939-3539  
  
SANTA ROSA BEACH  
TEL: (850) 622-2700  
FAX: (850) 622-2722

**ARTICLES OF ORGANIZATION**

**OF**

**BAY MEDICAL SERVICES, P.L.**

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10 MAR 15 AM 11 00

The undersigned, being authorized to execute and file these Articles on behalf of the members for the purpose of forming a professional limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, does hereby certify and adopt these Articles of Organization.

**ARTICLE I - NAME**

The name of the limited liability company shall be "BAY MEDICAL SERVICES, P.L." ("Company").

**ARTICLE II - ADDRESS**

The mailing address of the principal office of the Company shall be 2045 Fountain Professional Court, Suite A, Navarre, Florida 32566, and the street address of the principal office of the Company shall be 2045 Fountain Professional Court, Suite A, Navarre, Florida 32566.

**ARTICLE III - DURATION and PURPOSE**

The Company shall commence on the date of filing these Articles of Organization with the Florida Department of State and the Company's existence shall be perpetual. The primary purposes of the Company shall be consulting and medical services and any lawful purpose.

**ARTICLE IV - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Kerry Anne Schultz, Esquire, 2045 Fountain Professional Ct., Suite A, Navarre, Florida 32566.

**ARTICLE V - CAPITAL CONTRIBUTIONS**

The cash and/or property contributed to the Company by its members and the members' obligations to make additional contributions to the Company shall be as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

**ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS**

Additional members may not be admitted except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members. Members' interests in the Company may not be transferred except as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

10 MAR 15 AM 11:03

## ARTICLE VII - MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, withdrawal, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall have the right to continue the business of the Company as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

## ARTICLE VIII - MANAGEMENT

The Company shall be member-managed in accordance with the Operating Agreement of the Company as adopted and agreed upon by the members.

## ARTICLE IX - AMENDMENT

These Articles of Organization and the Operating Agreement of the Company may be amended from time to time as prescribed in the Operating Agreement of the Company as adopted and agreed upon by the members.

IN WITNESS WHEREOF, the undersigned hereby acknowledges and executes these Articles of Organization on behalf of and as an authorized representative of the members and of the Company.



EDWARD SCOTT MORRISON,  
Managing Member

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

Sworn to and subscribed before me this 10<sup>th</sup> day of March, 2010, by EDWARD SCOTT MORRISON, who ( ) is personally known to me or who (✓) has produced Florida DL, as identification and who did not take an oath.



PAMELA J. BURNS  
NOTARY PUBLIC  
STATE OF FLORIDA  
Comm# DD0933154  
Expires 10/14/2013



NOTARY PUBLIC

Commission No.

My Commission Expires: 10/14/13

**ACCEPTANCE OF DESIGNATION AS  
RESIDENT AGENT**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

10 MAR 15 AM 11:08

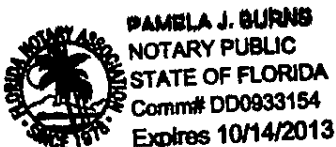
Kerry Anne Schultz, Esquire, the designated resident agent of BAY MEDICAL SERVICES, P.L., do hereby certify that its address is 2045 Fountain Professional Ct., Suite A, Navarre, Florida 32566, do hereby accept the designation and appointment as resident agent of BAY MEDICAL SERVICES, P.L., a Florida Professional Limited Liability Company, and am familiar with and accept the duties and obligations of registered agent.

DATED this 10<sup>th</sup> day of March, 2010.

  
Kerry Anne Schultz, Esquire

STATE OF FLORIDA  
COUNTY OF SANTA ROSA

The foregoing instrument was acknowledged before me this 10<sup>th</sup> day of March, 2010, by KERRY ANNE SCHULTZ who ( ) is personally known to me or who (✓) has produced a driver's license as identification and has taken an oath.



NOTARY PUBLIC 

Commission No.: DD0933154

Commission Expires: 10/14/13