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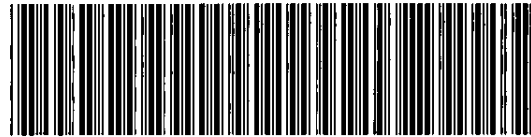
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10 SEP -9 AM 10:05

T. HAMPTON  
SEP 10 2010  
EXAMINER

**TAYLOR & VAN MATRE, P.A.**

ATTORNEYS AT LAW

4300 BAYOU BOULEVARD

MADISON PARK TOWNOFFICES

SUITE 16

**PENSACOLA, FLORIDA 32503**

JAMES C. TAYLOR

THOMAS G. VAN MATRE, JR.

POST OFFICE BOX 9396

PENSACOLA, FLORIDA 32513-9396

(850) 474-1030

FAX (850) 479-4480

tvm@tvm-law.com

September 8, 2010

**Federal Express Delivery**

Corporate Records Bureau  
Division of Corporations  
Department Of State  
Post Office Box 6327  
Tallahassee, FL 32301

RE: Lifeguard Bio Medical Services, LLC  
Our File: CTB-867

Dear Ladies:

Enclosed are the original and one duplicate copy of the Articles of Organization for the referenced limited liability company. Please file the original in your office and return the duplicate copy to the undersigned, duly certified.

Also enclosed is our law firm check in the amount of \$155.00 to cover the filing fee, designation of registered agent fee, and certified copy fee for the limited liability company.

Thank you for your assistance in this matter, and if you should have any questions, notify me accordingly.

Yours truly,



Elizabeth F. Miller, CP, FRP  
Florida Registered Paralegal

Enclosures

cc: Mr. Mark D. Mitchell

10 SEP -9 AM 10:05

**ARTICLES OF ORGANIZATION  
OF  
LIFEGUARD BIO MEDICAL SERVICES, LLC**

The undersign certifies that as a Member named herein, the undersigned and others have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be LIFEGUARD BIO MEDICAL SERVICES, LLC, and the mailing address and street address of the principal office shall be 529A South Navy Boulevard, Pensacola, Florida 32507, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II  
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the law of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, only members of this limited liability company as set forth in the Regulations of the limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### **ARTICLE IV MANAGEMENT**

Management of this limited liability company is reserved to its members.

Any documents required to carry on or carry out the business of the limited liability company and the specific management responsibilities of the members are more specifically forth in the Regulations of LIFEGUARD BIO MEDICAL SERVICES, LLC.

**ARTICLE V  
DURATION**

This limited liability company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE VI  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 2101 Banquo's Trail, Pensacola, Florida 32503, and the name of the company's initial registered agent at that address is MARK D. MITCHELL.

The undersigns, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of LIFEGUARD BIO MEDICAL SERVICES, LLC.

Executed by the undersigned at Pensacola, Escambia County, Florida, on the 8<sup>TH</sup> day of SEPT., 2010.

  
RICHARD MARTIN MCCOY,  
Manager/Member

10 SEP - 9 AM 10:05

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 8<sup>TH</sup> day of September 2010, by RICHARD MARTIN MCCOY, Manager/Member, on behalf of LIFEGUARD BIO MEDICAL SERVICES, LLC, who is personally known to me or who has produced PERSONALLY KNOWN as identification.

  
NOTARY PUBLIC

-4-



STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

10 SEP -9 AM 10:05

STATE OF FLORIDA     )  
                                  ) ss  
COUNTY OF ESCAMBIA)

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is LIFEGUARD BIO MEDICAL SERVICES, LLC.

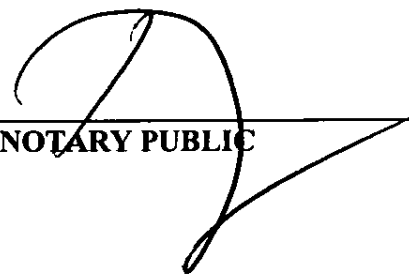
The name of the registered agent for LIFEGUARD BIO MEDICAL SERVICES, LLC, is MARK D. MITCHELL, and the street address of the company's principal office where the agent is located is 2101 Banquo's Trail, Pensacola, Florida 32503.

This statement is to acknowledge that, as indicated above, LIFEGUARD BIO MEDICAL SERVICES, LLC, has appointed me, MARK D. MITCHELL, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

DATED this 8<sup>th</sup> day of September 2010.

  
\_\_\_\_\_  
MARK D. MITCHELL, Registered Agent

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of September 2010, by MARK D. MITCHELL, agent on behalf of LIFEGUARD BIO MEDICAL SERVICES, LLC. He is personally known to me.

  
\_\_\_\_\_  
NOTARY PUBLIC

