

# #L11000014578

Albert R. Meyer  
The Florida Healthcare Law Firm  
909 SE 5<sup>th</sup> Avenue  
Suite 200  
Delray Beach, FL 33483  
561-455-7700  
Fax 561-455-7701  
[ameyer@floridahealthcarelawfirm.com](mailto:ameyer@floridahealthcarelawfirm.com)

(City/State/Zip/Phone #)

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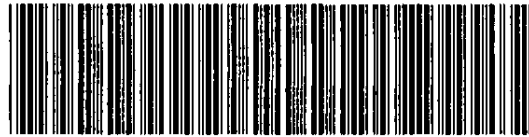
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

K. SALY  
EXAMINER  
FEB 3 2011



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 20, 2011

THE FLORIDA HEALTHCARE LAW FIRM  
ALBERT R MEYER  
909 SE 5TH AVE., STE. 200  
DELRAY BEACH, FL 33483

SUBJECT: MED NETWORK CORP  
Ref. Number: P11000002674

We have received your document for MED NETWORK CORP and your check(s) totaling \$180.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6870.

Karen A Saly  
Regulatory Specialist II

Letter Number: 811A00001731



**THE FLORIDA HEALTHCARE LAW FIRM**  
The Law Offices of Jeff Cohen, P.A.

The Gulfstream Bank Building  
909 S.E. 5<sup>th</sup> Avenue, Suite 200  
Delray Beach, Florida 33483

Broward County Medical Association Bldg.  
5101 N.W. 21<sup>st</sup> Avenue, Suite 440  
Ft. Lauderdale, Florida 33309

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January 31, 2011

Karen A Saly, Regulatory Specialist II  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Med Network Corp  
Letter Number: 811A00001731

Dear Ms. Saly:

Enclosed please find a revised Certificate of Conversion to comply with the statutory requirements stated in your letter of January 20, 2011. If you find the attached satisfactory, please file the documents upon your receipt.

Please address all correspondence to:

Albert R. Meyer  
The Florida Healthcare Law Firm  
909 SE 5<sup>th</sup> Avenue  
Suite 200  
Delray Beach, FL 33483  
561-455-7700  
Fax 561-455-7701  
[ameyer@floridahealthcarelawfirm.com](mailto:ameyer@floridahealthcarelawfirm.com)

Respectfully,

Albert R. Meyer

CERTIFICATE OF CONVERSION  
FOR  
Med Network Corp  
INTO  
Med Network, LLC  
("OTHER BUSINESS ENTITY")

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Certificate of Conversion is submitted to convert the following Florida Profit Corporation into a limited liability company in accordance with Section 607.1113, Florida Statutes.

1. The name of the Florida Profit Corporation converting into the "Other Business Entity" is Med Network Corp. *P11000002674*
2. The name of the Other Business Entity is: Med Network, LLC
3. The Other Business Entity is a limited liability company organized under the laws of the State of Florida.
4. The above referenced Florida Profit Corporation has converted into a limited liability company in compliance with Florida Statutes, Chapter 607 and the conversion complies with Chapter 608, Florida Statutes.
5. The plan of conversion was approved by the converting corporation, in accordance with Florida Statutes, Chapter 607.
6. The written consent of each shareholder who, as a result of the conversion, is now a member of the surviving entity was obtained pursuant to Florida Statutes Section 607.1112(6).
7. This conversion was effective under the laws governing the Other Business entity on the date this Certificate of Conversion is filed with the Florida Secretary of State.
8. This conversion shall be effective in Florida on the date this Certificate of Conversion is filed with the Florida Secretary of State.
9. The Other Business Entity's principal office address is:

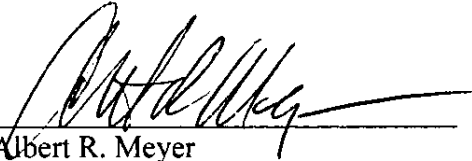
65 Spoonbill Road, Manalapan, FL 33463

10. The Other Business Entity has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Florida Statutes, Sections 607.1301-607.1333.

Signed this 13<sup>th</sup> day of Jan 2011



Albert R. Meyer, Incorporator  
Med Network Corp  
(Converting Entity)



Albert R. Meyer  
Authorized Representative  
Med Network, LLC  
(Other Business Entity)

**ARTICLES OF ORGANIZATION  
OF  
MED NETWORK, LLC**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

The name the Limited Liability Company is:

Med Network, LLC

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company is:

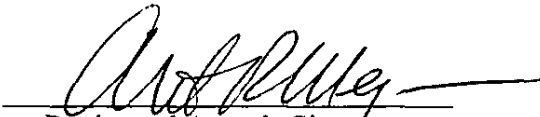
65 Spoonbill Road  
Manalapan, FL 33463

**ARTICLE III**

The name and the Florida street address of the registered agent are:

Law Offices of Jeff Cohen, P.A.  
909 SE 5<sup>th</sup> Avenue  
Suite 200  
Delray Beach, FL 33483

Having been named as registered agent and at 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 further familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, Florida Statutes.

  
Registered Agent's Signature

ARTICLE IV

The name and address of each Manager or Managing Member is as follows:

MGR

Stephanie Lamelas  
65 Spoonbill Road  
Manalapan, FL 33463

ARTICLE V

The effective date shall be the date upon which these Articles of Organization were filed with the Secretary of State

Required Signature:

A handwritten signature in dark ink, appearing to read 'Albert R. Meyer', is written over a horizontal line.

Signature of member or authorized representative of member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)

Albert R. Meyer, Esq.  
Authorized Representative