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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. BOSTICK  
FEB 23 2011  
EXAMINER

**Certificate of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

This Certificate of Conversion **and attached Articles of Organization** are submitted to convert the following **"Other Business Entity"** into a **Florida Limited Liability Company** in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

PARAMEDX, INC.

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a CORPORATION

(Enter entity type. Example: corporation, limited partnership,  
general partnership, common law or business trust, etc.)

P100000.32133

first organized, formed or incorporated under the laws of FLORIDA

(Enter state, or if a non-U.S. entity, the name of the country)

on APRIL 13, 2010

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

PARAMEDX, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

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Signed this 17<sup>th</sup> day of February 2011.

**Signature of Member or Authorized Representative of Limited Liability Company:**

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: \_\_\_\_\_

Printed Name: Alejandro Moreno

Title: Manager

**Signature(s) on behalf of Other Business Entity:** Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: \_\_\_\_\_

Printed Name: ALEJANDRO MORENO

Title: DIRECTOR

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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## ARTICLES OF ORGANIZATION

OF

### PARAMEDX, LLC

These Articles of Organization of a Limited Liability Company under Florida Statutes Chapter 608 are made and entered into as of the 18<sup>th</sup> day of February 2011.

1. Name. The name of the limited liability company is **PARAMEDX, LLC**.
2. Address. The address of the company's principal office shall be:  
  
1840 West 49<sup>th</sup> Street, Suite 607  
Hialeah, Florida 33012
3. Registered Agent and Address. The initial registered agent of the company is PBYA Corporate Services, LLC, the address of which is:  
  
200 South Andrews Avenue, Suite 600  
Fort Lauderdale, FL 33301
4. New Members. The members may admit new members upon agreement of the members upon terms determined hereafter by the members.
5. Management. The company shall be managed by its designated managers until the first annual meeting of the members or until a successor is elected and qualifies. The designated manager's name and address is as follows:

Manager:  
Alejandro Moreno  
1840 West 49<sup>th</sup> Street, Suite 607  
Hialeah, Florida 33012

Preparer:  
Ricardo Bajandas, Esq.  
Perlman, Bajandas, Yevoli & Albright, P.L.  
1000 Brickell Avenue, Suite 600  
Miami, Florida 33131  
Ph. (305) 377-0086  
FL BAR NO. 0987750

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6. Powers. This company shall have powers listed in Florida Statute 608.404.

7. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulations and management of the affairs of the company.

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal this 17<sup>th</sup> day of February, 2011.

  
\_\_\_\_\_  
Ricardo Bajandas, Esq.  
Authorized Representative

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is:

**PARAMEDX, LLC**

2. The name and address of the registered agent and office is:

**PBYA Corporate Services, LLC  
200 South Andrews Avenue, Suite 600  
Fort Lauderdale, FL 33301**

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.

Dated as of the 17<sup>th</sup> day of February 2011.

SIGNED:

**PBYA Corporate Services, LLC**

BY:

  
\_\_\_\_\_  
Ricardo Bajandas, Esq.

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