

L12000025477

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

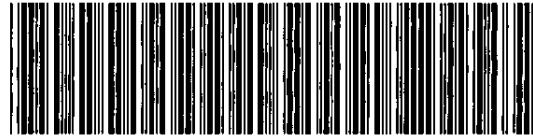
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500221167225

02/15/12--01022--008 **150.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 21 PM 1:34

FEB 22 2012
T. HAMPTON

64-6349

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Oppenheimer Eye Clinic, PLLC
(Name of Resulting Florida Limited Company)

The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.

Please return all correspondence concerning this matter to:

Thomas O. Wells, Esq.
(Contact Person)

Thomas O. Wells, P.A.
(Firm/Company)

540 Biltmore Way
(Address)

Coral Gables, FL 33134
(City, State and Zip Code)

mechelle@twellsllaw.com
E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Thomas O. Wells at (305) 444-0016
(Name of Contact Person) (Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| <input checked="" type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input type="checkbox"/> \$155.00 Filing Fees
and Certificate of
Status | <input type="checkbox"/> \$180.00 Filing Fees
and Certified Copy | <input type="checkbox"/> \$185.00 Filing Fees,
Certified Copy, and
Certificate of Status |
|--------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|---------------------------------------------------------------------|------------------------------------------------------------------------------------------------|

STREET ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

12 FEB 21 PM 4:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 16, 2012

THOMAS O WELLS, PA
540 MILTMORE WAY
CORAL GABLES, FL 33134

SUBJECT: OPPENHEIMER EYE CLINIC, PLLC
Ref. Number: W12000009349

We have received your document for OPPENHEIMER EYE CLINIC, PLLC and your check(s) totaling \$150.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The specific purpose of the entity must be set forth in the document.

Please return the corrected original and one copy of 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) 245-6051.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 112A00007258

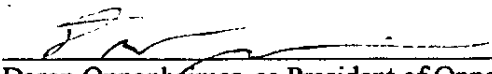
CERTIFICATE OF CONVERSION
OF
Oppenheimer Eye Clinic, P.A., a Florida professional association
INTO
Oppenheimer Eye Clinic, PLLC, a Florida professional limited liability company

This Certificate of Conversion and the attached Articles of Organization are submitted to convert Oppenheimer Eye Clinic, P.A., a professional association organized under the laws of the State of Florida, into Oppenheimer Eye Clinic, PLLC, a professional limited liability company organized under the laws of the State of Florida, in accordance with Sections 607.1114 and 608.439, Florida Statutes.

1. Oppenheimer Eye Clinic, P.A., a professional association organized, and immediately prior to the filing of this Certificate of Conversion, existing under the laws of the State of Florida was formed on November 17, 1981, under Document Number F53885.
2. The name of the Florida professional limited liability company into which Oppenheimer Eye Clinic, P.A. will be converted is Oppenheimer Eye Clinic, PLLC. The Articles of Organization of Oppenheimer Eye Clinic, PLLC are attached to this Certificate of Conversion.
3. The conversion of Oppenheimer Eye Clinic, P.A., a Florida professional association, into Oppenheimer Eye Clinic, PLLC, a Florida professional limited liability company, is in compliance with the Florida Business Corporation Act, Chapter 607, and in compliance with the Florida Limited Liability Company Act, Chapter 608.
4. The conversion of Oppenheimer Eye Clinic, P.A., a Florida professional association, into Oppenheimer Eye Clinic, PLLC and the Articles of Organization of Oppenheimer Eye Clinic, PLLC were approved by all of the shareholders and directors of Oppenheimer Eye Clinic, P.A., in accordance with the provisions of Section 607.1113 of the Florida Business Corporation Act.
5. The address of the principal office of Oppenheimer Eye Clinic, PLLC is 1708 N. Roosevelt Blvd., Key West, Florida 33040. In that this conversion complies with Section 368(a)(1)(F) of the Internal Revenue Code of 1986, as amended, the Federal employer identification number for Oppenheimer Eye Clinic, PLLC will be 59-2171030 which is the same Federal employer identification number of Oppenheimer Eye Clinic, P.A.
6. This Certificate of Conversion shall be effective upon its filing with the Florida Department of State.
7. Oppenheimer Eye Clinic, PLLC shall pay any shareholder of Oppenheimer Eye Clinic, P.A. having appraisal rights in an amount as set forth in Section 607.1301 through 607.1333 of the Florida Business Corporation Act.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FEB 21 PM 1:34

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Conversion
as of the 8 day of Feb, 2012.


Daren Oppenheimer, as President of Oppenheimer
Eye Clinic, P.A., and as a Manager of Oppenheimer
Eye Clinic, PLLC

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 21 PM 1:34

ARTICLES OF ORGANIZATION
OF
Oppenheimer Eye Clinic, PLLC
(a Florida professional limited liability company)

The undersigned, in forming a Florida professional limited liability company under the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, hereby adopts the following Articles of Organization:

ARTICLE I
NAME

The name of the limited liability company is Oppenheimer Eye Clinic, PLLC (hereinafter, the "Company").

ARTICLE II
MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 1708 N. Roosevelt Blvd., Key West, Florida 33040.

ARTICLE III
REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is Daren Oppenheimer, 1708 N. Roosevelt Blvd., Key West, Florida 33040.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 8 day of FEBRUARY, 2012.


Daren Oppenheimer, Manager


ARTICLE IV
PURPOSE

The purpose of the limited liability company is to practice optometry.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 21 PM 1:34

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for Oppenheimer Eye Clinic, PLLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.


Daren Oppenheimer

Dated: 2/8/12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 FEB 21 PM 1:34