

L12000080872

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

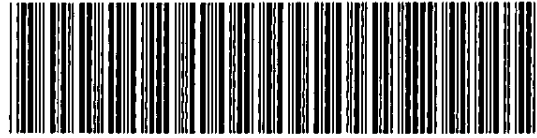
L31960  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

A. LUNT  
JUN 19 2011  
EXAMINER

Office Use Only



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06/18/12--01002--023 \$150.00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2012 JUN 18 AM 10:45

FILED

RECEIVED  
DEPARTMENT OF STATE  
12 JUN 18 PM 1:45



CT Corporation

515 East Park Avenue  
Tallahassee, FL

850 222 1092 tel  
850 222 7615 fax  
www.ctcorporation.com

June 18, 2012

Department of State, Florida  
Clifton Building  
2611 Executive Center Circle  
Tallahassee FL 32301

FILED  
2012 JUN 18 AM 10:46  
STATE DEPT OF STATE  
TALLAHASSEE, FLORIDA

Re: Order #: 8493101 SO  
Customer Reference 1: None Given  
Customer Reference 2: None Given

Dear Department of State, Florida:

Please obtain the following:

Pembroke Pines Artificial Kidney Center, Inc. (FL)  
Misc - Domestic Corporate Filing - Filing Certificate of Conversion  
Florida

Pembroke Pines Artificial Kidney Center, LLC (FL)  
Formation  
Florida

Enclosed please find a check for the requisite fees. Please return document(s) to the attention of the undersigned.

If for any reason the enclosed cannot be processed upon receipt, please contact the undersigned immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Kenny Metayer  
Fulfillment Specialist - Contractor  
kenny.metayer@wolterskluwer.com

**CERTIFICATE OF CONVERSION**  
**FOR**  
**PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, INC.**  
**INTO**  
**PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, LLC**

The undersigned duly authorized signor, on behalf of PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, INC., a Florida corporation (the "Converting Corporation"), and for the purpose of converting the Converting Corporation from a Florida corporation into a Florida limited liability company pursuant to §§607.1113 and 608.439 of the Florida Statutes, certifies that:

1. The name of the Converting Corporation immediately prior to the filing of this Certificate of Conversion was PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, INC.
2. The Converting Corporation is a corporation first incorporated under the laws of Florida on November 20, 1989.
3. The name of the limited liability company as set forth in the accompanying Articles of Organization is PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, LLC.
4. The above referenced Florida corporation has converted into a Florida limited liability company in accordance with Chapter 607 of the Florida Statutes, governing corporations, and the conversion complies with Chapter 608 of the Florida Statutes, governing limited liability companies.
5. The Plan of Conversion was approved by the Converting Corporation in accordance with Chapter 607 of the Florida Statutes.
6. The written consent of the board of directors and shareholders of the Converting Corporation was obtained pursuant to § 607.1112(6) of the Florida Statutes.
7. The principal office address of PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, LLC shall be 1299 E. Commercial Blvd., Suite 200, Oakland Park, Florida 33334.
8. The effective date of filing for this Certificate of Conversion and the accompanying Articles of Organization shall be as of the date of filing.
9. This Certificate of Conversion may be signed and transmitted by electronic means, including, facsimile machine, email and/or pdf, and such form shall be regarded for all purposes as an original signature.

*[Signatures on the following page]*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
2012 JUN 18 AM 10:45

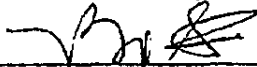
FILED

FILED

2012 JUN 18 AM 10:45

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion, on behalf of the Converting Corporation, as of this 18<sup>th</sup> day of June, 2012. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PEMBROKE PINES ARTIFICIAL  
KIDNEY CENTER, INC.**

By:   
Name: Brenda Spira  
Title: President

**PEMBROKE PINES ARTIFICIAL  
KIDNEY CENTER, LLC**

By: Lawrence R. Spira Sixth Amended and Restated Declaration of Trust, dated July 8, 2008, Amended July 30, 2009  
Title: Managing Member

By:   
Name: Brenda Spira  
Title: Trustee

By: Sabadell United Bank, N.A.  
Title: Co-Trustee

By: \_\_\_\_\_  
Name: Jonna Brown  
Title: Executive Vice President

FILED

2012 JUN 18 AM 10:46

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion, on behalf of the Converting Corporation, as of this 18th day of June, 2012. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**PEMBROKE PINES ARTIFICIAL  
KIDNEY CENTER, INC.**


By: \_\_\_\_\_  
Name: Brenda Spira  
Title: President

**PEMBROKE PINES ARTIFICIAL  
KIDNEY CENTER, LLC**

By: Lawrence R. Spira Sixth Amended and  
Restated Declaration of Trust, dated July 8,  
2008, Amended July 30, 2009  
Title: Managing Member

By: \_\_\_\_\_  
Name: Brenda Spira  
Title: Trustee

By: Sabadell United Bank, N.A.  
Title: Co-Trustee

By:   
Name: Ionna Brown  
Title: Executive Vice President

ARTICLES OF ORGANIZATION  
OF  
PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, LLC

FILED

2012 JUN 18 AM 10:46

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - Name

The name of the Limited Liability Company is Pembroke Pines Artificial Kidney Center, LLC (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 1299 E. Commercial Blvd., Suite 200, Oakland Park, FL 33334.

ARTICLE III - Registered Agent and Office

The name and the Florida street address of the Company's registered agent are: C T Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

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 as provided in Chapter 608, Florida Statutes.

C T Corporation System

By: \_\_\_\_\_

18th IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this day of June, 2012.

LAWRENCE R. SPIRA SIXTH AMENDED AND  
RESTATED DECLARATION OF TRUST, DATED  
JULY 8, 2008, AMENDED JULY 30, 2009

Title: Managing Member

By:  \_\_\_\_\_

Name: Brenda Spira

Title: Trustee

By: Sabadell United Bank, N.A.

Title: Co-Trustee

By: \_\_\_\_\_

Name: Jonna Brown

Title: Executive Vice President

(In accordance with section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FILED

2012 JUN 18 AM 10:45

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION  
OF  
PEMBROKE PINES ARTIFICIAL KIDNEY CENTER, LLC

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C T Corporation System

By: Connie Bryan

Connie Bryan  
Assistant Secretary

18th IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this day of June, 2012.

LAWRENCE R. SPIRA SIXTH AMENDED AND  
RESTATED DECLARATION OF TRUST, DATED  
JULY 8, 2008, AMENDED JULY 30, 2009  
Title: Managing Member

By: \_\_\_\_\_  
Name: Brenda Spira  
Title: Trustee

By: Sabadell United Bank, N.A.  
Title: Co-Trustee

By: J. Brown  
Name: Jenna Brown  
Title: Executive Vice President

(In accordance with section 608.408(3) of the Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)