

L/2000080878

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

591544
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

A. LUNT

JUN 19 2011

EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

RECEIVED
DEPARTMENT OF STATE
2012 JUN 18 AM 11:45
12 JUN 18 PM 1:45

June 18, 2012

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

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

Dear Department of State, Florida:

Please obtain the following:

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

Hallandale 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

FILED
2012 JUN 18 AM 11:38
TALLAHASSEE, FLORIDA

CERTIFICATE OF CONVERSION
FOR
HALLANDALE ARTIFICIAL KIDNEY CENTER, INC.
INTO
HALLANDALE ARTIFICIAL KIDNEY CENTER, LLC

The undersigned duly authorized signor, on behalf of HALLANDALE 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 HALLANDALE ARTIFICIAL KIDNEY CENTER, INC.
2. The Converting Corporation is a corporation first incorporated under the laws of Florida on September 4, 1987.
3. The name of the limited liability company as set forth in the accompanying Articles of Organization is HALLANDALE 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 HALLANDALE 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]

2012 JUN 18 AM 10:10

FILED

IN WITNESS WHEREOF, the undersigned have duly executed this Certificate of Conversion, on behalf of the Converting Corporation, as of this 17 day of June, 2012.

FILED
2012 JUN 18 PM 4:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**HALLANDALE ARTIFICIAL KIDNEY
CENTER, INC.**

By: [Signature]
Name: Brenda Spira
Title: President

**HALLANDALE 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: [Signature]
Name: Brenda Spira
Title: Trustee

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

By: _____
Name: Jonna Brown
Title: Executive Vice President

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.

HALLANDALE ARTIFICIAL KIDNEY
CENTER, INC.

By: _____
Name: Brenda Spira
Title: President

HALLANDALE 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: J. Brown
Name: Jonna Brown
Title: Executive Vice President

2012 JUN 18 AM 11:33
SECRETARY OF STATE
HALLANDALE, FLORIDA

FILED

ARTICLES OF ORGANIZATION
OF
HALLANDALE ARTIFICIAL KIDNEY CENTER, LLC

ARTICLE I - Name

The name of the Limited Liability Company is Hallandale 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

Connie Bryan

By: 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: [Signature]
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.)

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2012 JUN 18 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OF
HALLANDALE ARTIFICIAL KIDNEY CENTER, LLC

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C T Corporation System

By: _____

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

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: 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.)

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