

L120000087229

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

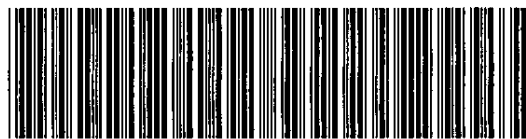
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FILED
12 JUN 29 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: MRI Scan Center, Inc.

(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:

Edwin B. Kagan

(Contact Person)

Edwin B. Kagan, P.A.

(Firm/Company)

2709 Rocky Point Drive, Suite 102

(Address)

Tampa, FL 33607

(City, State and Zip Code)

ebkagan@earthlink.net

E-mail address: (to be used for future annual report notifications)

For further information concerning this matter, please call:

Edwin B. Kagan

at (813) 281-5609

(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

***PLEASE MAKE THE EFFECTIVE DATE JULY 1, 2012.
IF YOU HAVE ANY QUESTIONS, PLEASE CALL 813-281-5609.**

THANK YOU.

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:

MRI Scan Center, 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.)

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 July 27, 1999

(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:

N/A

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

MRI Scan Center, Inc.

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: July 1, 2012

(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.

FILED
12 JUN 29 PM 3:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Signed this 28th day of June 2012.

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: Robert L. Kagan

Printed Name: Robert L. Kagan, M.D.

Title: President

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: Robert L. Kagan

Printed Name: Robert L. Kagan, M.D.

Title: President

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)

ARTICLES OF ORGANIZATION

OF

MRI SCAN CENTER, LLC

THE UNDERSIGNED, for the purpose of forming a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, does hereby adopt the foregoing Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company shall be MRI Scan Center, LLC.

ARTICLE II - MAILING ADDRESS

The mailing address and street address of the principal office of the limited liability company is as follows:

3122 E. Commercial Boulevard
Ft. Lauderdale, FL 33308

ARTICLE III - REGISTERED AGENT

The name and the Florida street address of the initial Registered Agent of the limited liability company is as follows:

<u>Name</u>	<u>Address</u>
Edwin B. Kagan	2709 Rocky Point Drive Suite 102 Tampa, FL 33607

ARTICLE IV - MANAGEMENT

The limited liability company shall be managed by the following managing member who shall hold the office set forth next to his name:

<u>Name</u>	<u>Office</u>
Robert L. Kagan, M.D.	President

ARTICLE V - INDEMNIFICATION

The limited liability company shall indemnify its members for all liabilities incurred directly, indirectly or incidentally to services performed for the limited liability company, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE VI - EFFECTIVE DATE

The effective date of organization of the limited liability company shall be July 1, 2012.

IN WITNESS WHEREOF, the undersigned managing member has executed these Articles of Organization of MRI Scan Center, LLC, this 28th day of June, 2012.

By: 

Robert L. Kagan, M.D.

STATEMENT ACCEPTING APPOINTMENT AS REGISTERED AGENT

I hereby accept the designation as Registered Agent to accept service of process for MRI Scan Center, LLC at the place designated in these Articles of Organization. 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 under Chapter 608, Florida Statutes.


Edwin B. Kagan