

L/2000097104

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

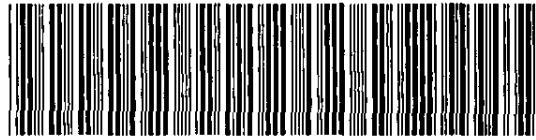
Special Instructions to Filing Officer:

A. LUNT

JUL 27 2011

EXAMINER

Office Use Only



000237423230

07/26/12--01005--025 **155.00

RECEIVED
12 JUL 26 PM 12: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
2012 JUL 26 AM 10: 05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Benjamin and Blank, LLC

FILED
2012 JUL 26 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

Signature _____

Requested by: SETH

07/25/12

Name

Date

Time

Walk-In _____

Will Pick Up _____

FILED
2012 JUL 26 PM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
BENJAMIN AND BLANK, LLC**
a Florida Limited Liability Company

1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
17
18
19
20
21
22
23
24
25
26
27
28
29
30
31
32
33
34
35
36
37
38
39
40
41
42
43
44
45
46
47
48
49
50
51

**ARTICLE I
NAME**

The name of this Limited Liability Company shall be Benjamin and Blank, LLC (hereafter also referred to as the "Company").

**ARTICLE II
DURATION**

The Company shall commence its existence on the date of filing, and shall exist in perpetuity commencing with the acceptance for filing of these Articles by the Florida Department of State.

**ARTICLE III
PURPOSE**

The Company is created in order to own and operate a medical care practice specializing in pulmonary care, and to engage in any other businesses as permitted by law.

**ARTICLE IV
PLACE OF BUSINESS, REGISTERED OFFICE, and MAILING ADDRESS**

The principal place of business of the Company shall be 6250 Sunset Drive, 2d Floor, South Miami, FL 33143 and such other place or places as the Members from may determine from time to time.

The registered office of the Company shall be c/o Theodore M. Goldberg, 3250 Mary Street, Suite 303, Coconut Grove, FL 33133, and such other place or places as the Members may determine from time to time.

The mailing address of the Company shall be: 6200 SW 73rd Street, South Miami, FL 33143, and such other place or places as the Members may determine from time to time.

**ARTICLE V
INITIAL MEMBERS**

The initial members of the Company (the "Members") are:

- | | |
|-------------------------|--|
| 1.Rodney Benjamin, MD | 6250 Sunset Drive, 2d Floor
South Miami, FL 33143 |
| 2.Jacky Bruce Blank, MD | 6250 Sunset Drive, 2d Floor
South Miami, FL 33143 |

52 **ARTICLE VI**
53 **MANAGEMENT OF BUSINESS**
54

55 This Company shall be "Manager" managed. Except as otherwise provided in these
56 Articles of Organization, all Members shall have equal rights in the management or conduct of
57 the Company, pursuant to specific rules regarding rights and duties of Members enumerated in
58 the regulations or Operating Agreement of the Company (the "Regulations"), which are
59 incorporated by reference. Decisions, unless otherwise provided, shall be by majority vote,
60 each Member having a vote proportionate to its interest in the Company. The Members may
61 from time to time elect one or more Managers of the Company to conduct the business affairs of
62 the Company.
63

64 The Managers may be Members or non-Members. If any Member is a corporation, a
65 Manager need not be an officer, director or shareholder of any such corporation.
66

67 **ARTICLE VII**
68 **MANAGERS**
69

70 The Member or Members may elect at least one Manager. The initial Manager elected
71 by the Members is:
72

73 1. Rodney Benjamin, MD 6250 Sunset Drive, 2d Floor
74 South Miami, FL 33143
75

76 The Manager (s) so elected shall perform the duties and responsibilities fixed by the
77 Regulations and shall serve until their respective successors are chosen.
78

79 The Manager(s) of the Company are, acting individually or together, authorized,
80 empowered and directed by the Members, having been so elected, to manage the business
81 affairs of the Company. Contracts, deeds, documents and instruments may be executed by the
82 Managers, acting individually or together, on behalf of the Members as provided in the
83 Regulations.
84

85 **ARTICLE VIII**
86 **REGISTERED AGENT**
87

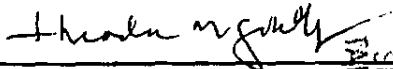
88 The initial Registered Agent of the Company shall be Theodore M. Goldberg, Esq., 3250
89 Mary Street, Suite 303, Coconut Grove, FL 33133.
90
91
92
93
94
95
96
97
98
99
100
101
102

2012 JUL 26 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

103
104
105
106
107
108
109
110
111
112
113
114
115
116
117
118
119
120
121
122
123
124
125
126
127
128
129
130
131

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on the 25th of July, 2012.


Benjamin and Blank, LLC
By: Theodore M. Goldberg
As authorized representative


2012 JUL 26 AM 10:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE OF RESIDENT AGENT

The undersigned, Theodore M. Goldberg, Esq. of 3250 Mary Street, Suite 303, Coconut Grove, FL 33133, having been named as the Resident Agent of the Company, to accept service of process within the State of Florida for the Company at the place designated above, hereby agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.

Signed this 25th day of July, 2012.


Theodore M. Goldberg