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# ARTICLES OF ORGANIZATION 12 JUL 27 AN 8: 41 OF METRO MEDICAL PLAZA OWNERS COOPERATIVE J MASSEE, FLORIDA

The undersigned, for the purposes of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

## ARTICLE I - NAME

The name of the limited liability company shall be Metro Medical Plaza Owners Cooperative, LLC ("Company").

#### ARTICLE II - ADDRESS

The mailing address and street address of the principal place of business of the Company in Florida shall be 13691 Metro Parkway, Suite 300, Fort Myers, FL 33912.

## **ARTICLE III - DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual.

## **ARTICLE IV - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to conduct and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent and office of the Company in the State of Florida is Harold C. Kushner, 13691 Metro Parkway, Suite 420, Fort Myers, FL 33912.

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# **ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the amounts set forth below beside their respective names:

	Name and Address of Member	Capital Contribution	Initial Member Percentage Interest
	Nancy M. Troast 7841 A Cambridge Manor Place Fort Myers, FL 33907	\$100.00	8.33%
	Mohammad A. Rashid 14621 Bald Eagle Drive Fort Myers, FL 33912	\$100.00	8.33%
	Harold C. Kushner 13691 Metro Parkway, Suite 420 Fort Myers, FL 33912	\$100.00	8.33%
•	Edward Dupay, Jr. 13691 Metro Parkway, Suite 400 Fort Myers, FL 33912	\$100.00	8.33%
	William Johnson 13691 Metro Parkway, Suite 250 Fort Myers, FL 33912	\$100.00	8.33%
	Michael N. Price 643 Cape Coral Parkway, Suite D Cape Coral, FL 3394	\$100.00	8.33%
	Lawrence R. Black 13691 Metro Parkway, Suite 350 Fort Myers, FL 33912	\$100.00	8.33%
	Richard Torricelli 13691 Metro Parkway, Suite 330 Fort Myers, FL 33912	\$100.00	8.33%
	Razak Dosani 5216 Clayton Court Fort Myers, FL 33907	\$100.00	8.33%

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#### **ARTICLE VII - ADMISSION OF NEW MEMBERS**

Except as expressly provided for in the Operating Agreement of the Company, no additional members shall be admitted to the Company except with the consent of a majority of the members of the Company and upon such terms and conditions as shall be determined by a majority of the members. A member may transfer the member's interest in the Company only as set forth in the Operating Agreement of the Company, but the transferee, except as is expressly provided for in the Operating Agreement of the Company, shall have no right to participate in the management and affairs of the Company or become a member unless a majority of the other members of the Company, other than the member proposing to dispose of an interest, approve of the proposed transfer, by a majority vote.

#### **ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The members of the limited liability company shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

#### ARTICLE IX - MANAGEMENT

The Company shall be managed by the members and the names and addresses of the managing members are:

Name	Address of Member
Nancy M. Troast	7841 A Cambridge Manor Place Fort Myers, FL 33907
ohammad A. Rashid14621 Bald Eagle DriveFort Myers, FL 33912	
Harold C. Kushner	13691 Metro Parkway, Suite 420 Fort Myers, FL 33912
Edward Dupay, Jr.	13691 Metro Parkway, Suite 400 Fort Myers, FL 33912
William Johnson	13691 Metro Parkway, Suite 250 Fort Myers, FL 33912
Michael N. Price	643 Cape Coral Parkway, Suite D Cape Coral, FL 33904
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<u>Name</u>

Address of Member

Lawrence R. Black

**Richard Torricelli** 

Razak Dosani

13691 Metro Parkway, Suite 350 Fort Myers, FL 33912

13691 Metro Parkway, Suite 330 Fort Myers, FL 33912

5216 Clayton Court Fort Myers, FL 33907

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledge them to be our act this 25 day of July, 2012.

<u>Nancy M. Troast, Mem</u> Member  $\sim$ Rashid, Member Mohammad

Harold C. Kushner, Member

Edward Dupay, Jr. Member

William Johnson, Member

Michael N. Price, Member

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Lawrence R. Black, Member

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Razak Dosani, Member

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#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Metro Medical Plaza Owners Cooperative, LLC at the place designated in the Articles of Organization, Harold C. Kushner, agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: 7/25, 2012

C. Mushon

Harold C. Kushner

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