

L 12000102768

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

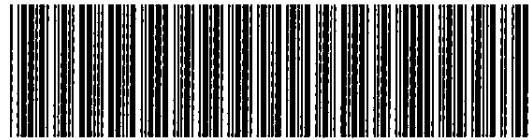
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

CORRECTION TO EFF. DATE PER
CONVERSATION WITH ELAINE SHUART
8-9-2012 KS

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FILED
12 AUG - 8 PM 4:48
CLERK OF STATE
TALLAHASSEE, FLORIDA

K. SALY
EXAMINER

AUG 9 2012



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Suite 300
Naples, Florida 34109
Tel 239.262.5959
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Naples and Tampa, Florida
Chicago, Illinois
Milwaukee and Madison, Wisconsin

Writer's Direct Dial: 239.659-5061
E-Mail: philip.bresson@quarles.com

August 6, 2012

State of Florida Division of Corporations
Attn: Registration Section
P.O. Box 6327
Tallahassee, FL 32314

RE: Lakeview Medical Research, LLC
Reference No. W12000040665

Dear Sir or Madam:

Enclosed please find the following documents for filing in order to convert Lakeview Medical Research, Inc. to Lakeview Medical Research, LLC:

1. Rejection Cover Letter from the Florida Department of State;
2. Filing Cover Letter;
3. Articles of Organization;
3. Release and Consent to Use of Name;
4. Two (2) duplication originals of the Certificate of Conversion; and
5. Check in the amount of \$155.00 which represents the fees for filing and conversion plus one (1) Certificate of Status.

If you should have any questions, please do not hesitate to contact me at the number set forth above.

Sincerely,

QUARLES & BRADY LLP

Philip M. Bresson

PMB:ejs
Enclosures as stated



August 6, 2012

FLORIDA DEPARTMENT OF STATE
Division of Corporations

QUARLES & BRADY LLP

SUBJECT: LAKEVIEW MEDICAL RESEARCH, LLC
REF: W12000040665

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

A conversion cannot be filed by fax. This document may be filed by mail or walk-in.

Sections 607.1113, 608.4403, 620.2104, and 620.8914, F.S., require the certificate of conversion to be signed by the converting entity as required by applicable law. If the converting entity is a corporation, the certificate of conversion must be signed by a chairman, vice chairman, officer, director, or an incorporator. If the converting entity is a limited liability company, the certificate of conversion must be signed by a member or an authorized representative of a member. If the converting entity is a general partnership or limited liability partnership, the certificate of conversion must be signed by a general partner. If the converting entity is a limited partnership or limited liability limited partnership, the certificate of conversion must be signed by all of the general partners. If the converting entity is another type of business entity, an authorized person must sign the certificate of conversion.

If you have any questions concerning the filing of your document, please call (850) 245-6870.

Karen A Saly
Regulatory Specialist II

FAX Aud. #: H12000196452
Letter Number: 312A00020323

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Lakeview Medical Research, LLC

(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:

Philip M. Bresson, Esq.

(Contact Person)

Quarles & Brady LLP

(Firm/Company)

1395 Panther Lane, Suite 300

(Address)

Naples, FL 34109

(City, State and Zip Code)

philip.bresson@quarles.com

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

For further information concerning this matter, please call:

Philip M. Bresson, Esq.

at (239) 659-5061

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|--|---|--|
| <input type="checkbox"/> \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization) | <input checked="" 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

**CERTIFICATE OF CONVERSION
OF
Lakeview Medical Research, Inc.**

FILED
12 AUG -8 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Section 608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Lakeview Medical Research, Inc.
2. The "Other Business Entity" is a corporation first incorporated under the laws of Florida on March 3, 2011.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Lakeview Medical Research, LLC.
4. The effective date of the conversion shall be *August 9, 2012*
5. The conversion is permitted by the applicable law governing the "Other Business Entity" and the conversion complies with such law and with the requirements of Section 608.439, Florida Statutes, in effecting the conversion.
6. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently incorporated.

Signed as of the 30th day of July, 2012.

LAKEVIEW MEDICAL RESEARCH, INC.

By: _____
Name: Bruce Hardee
Title: President, Treasurer and Director

LAKEVIEW MEDICAL RESEARCH, LLC



Nicolas Cindric, as Manager

**ARTICLES OF ORGANIZATION
OF
Lakeview Medical Research, LLC**

FILED
12 AUG -8 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned authorized agent of the initial members of the limited liability company hereby certifies that the members, for the purposes of forming a limited liability company under the laws of the State of Florida, provided for the formation, rights, privileges, and immunities of a limited liability company for profit. I further declare that the following articles shall be the charter and authority for the conduct of business of such limited liability company.

**ARTICLE I
NAME AND PURPOSE**

The name of the limited liability company shall be Lakeview Medical Research, LLC (the "Company") and the nature of the business or purposes to be conducted or promoted is to engage in any lawful act or activity for which companies may be organized under the Florida Limited Liability Company Act (the "Act").

**ARTICLE II
ADDRESS OF PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of this Company shall be: 10250 SE 167th Place Road, Suite 6, Summerfield, FL 34491.

**ARTICLE III
REGISTERED AGENT**

The name and address of the initial registered agent in the State of Florida is as follows: Nicolas Cindric, 10250 SE 167th Place Road, Suite 6, Summerfield, FL 34491.

**ARTICLE IV
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or in the Company's operating agreement. *EFFECTIVE DATE AUGUST 8, 2012*

**ARTICLE V
MANAGEMENT**

The Company shall be manager-managed in accordance with the operating agreement adopted by the initial members for the management of the business and affairs of the Company.

ARTICLE VI
RESTRICTIONS ON MEMBERSHIP

The members shall have the right to admit new members upon meeting the conditions set forth in the Company's operating agreement, including requirements that the new members agree to and comply with the terms and provisions of the operating agreement.

ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or other dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

ARTICLE VIII
AMENDMENTS TO ARTICLES

The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization, in the manner now or hereafter prescribed by the Act, and all rights conferred upon members herein are granted subject to this reservation.

Executed by the undersigned as of the 30th day of July, 2012.

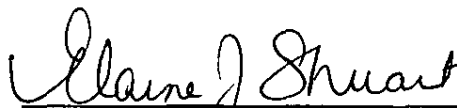


PHILIP M. BRESSON, ESQ.,
as authorized representative

STATE OF FLORIDA
COUNTY OF COLLIER

BEFORE ME the undersigned authority, this 30 day of July, 2012 personally appeared PHILIP M. BRESSON, ESQ., as authorized representative of Lakeview Medical Research, LLC, who is personally known to me.

(SEAL)



Notary Public - State of Florida

Printed Name: ELAINE J. STUART

My commission expires: 1/11/14

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

THE NAME OF THE LIMITED LIABILITY COMPANY IS LAKEVIEW MEDICAL RESEARCH, LLC.

THE NAME OF THE INITIAL REGISTERED AGENT OF THE LIMITED LIABILITY COMPANY IS NICOLAS CINDRIC, AND THE ADDRESS OF THE OFFICE OF THE REGISTERED AGENT IS 10250 SE 167TH PLACE ROAD, SUITE 6, SUMMERFIELD, FL 34491.

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being named in the Articles of Organization of Lakeview Medical Research, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of the position of Registered Agent.

Date: July 30, 2012

By: 
Nicolas Cindric