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SECRETARY OF STATE

D. BRUCE

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EXAMINER



Attorneys at Law

One Tampa City Center Suite 2700 Tampa, FL 33602 Tel 813.273.6677 Fax 813.223.2705

September 13, 2012

www.bmolaw.com

Florida Division of Corporations Clifton Building 2661 Executive Center circle Tallahassee, Florida 32301

Via UPS Delivery

Re: MLA Property LLC

Dear Sir or Madam:

Enclosed for filing are the Articles of Organization ("Articles") of MLA Property LLC. Also enclosed is this firm's check, number: 3453 in the amount of \$125.00, representing payment of the filing fees. Once the Articles have been filed, please return confirmation of same to our office.

If you have any questions, please do not hesitate to contact our office.

Sincerely,

Beverly M. Hartin, CP

Paralegal to Samuel P. Queirolo

Enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIUP

APPROVED AND FILED

APPROVED AND FILED

ARTICLES OF ORGANIZATION OF MLA PROPERTY LLC

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), and Chapter 621 of the Florida Statutes (the "Professional Service Corporation and Limited Liability Company Act") for the purpose of forming a professional limited liability company (within the meaning of Section 621.03(3), Florida Statutes) under the laws of the State of Florida do set forth the following:

1. <u>NAME</u>.

The name of the limited liability company is MLA PROPERTY LLC (hereinafter referred to as the "Company").

2. **PERIOD OF DURATION.**

The period of duration of the Company shall be from the date on which these Articles of Organization are accepted for filing by the Department of State, State of Florida, which shall be the effective date of the Company's existence, until the first to occur of the following:

- (i) Dissolution of the Company pursuant to the provisions of the Florida Limited Liability Company Act or the Professional Service Corporation and Limited Liability Company Act; or
- (ii) As provided for in any written Operating Agreement signed by all of Members.

3. <u>PURPOSE</u>.

The purpose for which the Company is organized is to engage in and carry on the practice of veterinary medicine in the State of Florida and in such other states as the Company and its Members may be qualified to practice, and all activities incident thereto. The Company shall have all of the powers vested in a professional limited liability company organized and existing by virtue of Chapter 608, Florida Statutes, and Chapter 621, Florida Statutes.

4. <u>ADDRESS OF PLACE OF BUSINESS</u>.

The initial mailing address and the street address of the place of business for the Company is 2518 West Sunset Drive, Tampa, Florida 33629. Such address may be changed from time to time as provided in the Operating Agreement.

5. **REGISTERED AGENT**.

The initial registered agent in Florida for the Company is Michael L. Abdoney and the initial registered office is located at 2518 West Sunset Drive, Tampa, Florida 33629.

6. <u>CAPITAL CONTRIBUTIONS</u>.

The Members shall make such contributions to the capital of the Company initially and from time to time as may be provided for under the Operating Agreement.

7. <u>MEMBERS</u>.

- (a) The Company shall have at least one (1) Member. All persons designated as "Members" shall have all of the rights of members allowed under Chapter 608, Florida Statutes, and Chapter 621, Florida Statutes, and such rights, duties and obligations as may be contained in the Operating Agreement.
- (b) The Company may admit additional or substituted Members upon the prior unanimous written agreement of the then existing Members.

8. <u>CONTINUITY OF BUSINESS.</u>

So long as there are two (2) or more Members, 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, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company. If there shall be only one (1) Member of the Company, upon the death of such Member, the Company shall continue according to the provisions of the Operating Agreement

9. **MANAGEMENT.**

Management of the Company is reserved to its Members. The Members may, however, elect one or more Managing Members (each hereinafter, a "Manager") in the manner provided in the Operating Agreement. Any such Manager shall have the powers and authority expressly granted under the Operating Agreement.

10. INDEMNIFICATION.

Except as expressly limited or provided otherwise in the Operating Agreement, the Company shall indemnify any Member or former Member to the full extent permitted under the Florida Professional Service Corporation and Limited Liability Company Act. {25323/007/00629890.DOCv1}

APPROVEU AND FILED Executed at Tampa, Florida, on the _

day of September, 2012.

MLA Property LLC, a Florida limited liability company

By: Michael L. Abdoney, Member

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of MLA Property LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415.

Executed this 124 day of September, 2012.

Michael L. Abdoney, Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORE