

L13000075731

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

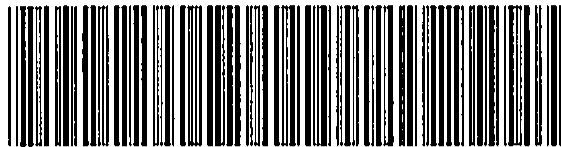
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2020 AUG 27 P 1:50

SECRETARY OF STATE
FALLS CHURCH, VA 22044

LLC
Amended
&
Restated

10/14/20
DC



Asma & Asma, P.A.

Attorneys and Counselors at Law

2020 AUG 17 PM 11:11

William N. Asma

C. Nick Asma

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Ryan Tindall

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August 17, 2020

Via Federal Express Delivery

Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street Suite 810
Tallahassee Florida 32303

*Re: Phycore Medical LLC
L13000075731
Amended and Restated Articles
Apostille Request*

To whom it may concern:

Enclosed please find the original Amended and Restated Articles to be filed for Phycore Medical LLC together with the fee of \$25.00 and an additional \$5.00 for a certified copy. Also enclosed please find an Apostille Request for the certified copy of the Amended and Restated Articles together with the fee of \$10.00 and a prepaid self-addressed envelope for return of the Apostille Certificate. Thank you for your attention concerning this matter.

Sincerely,

Sharon D. Morgan for
Nick Asma Esquire

:sm

Enclosures

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
PHYCORE MEDICAL LLC**

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SEC. OF STATE
TALLAH. SEC. FLORIDA

The undersigned certifies that the members described herein acting in accordance with the laws of the State of Florida, and with the Articles of Organization of PHYCORE MEDICAL LLC, f/k/a Phycore Medical Research LLC as filed with the Florida Department of State on May 23, 2013 hereby acknowledge that on August 11, 2020 they duly approved amendments to and a restatement of the Articles of Organization filed with the Florida Department of State. Accordingly, these Amended and Restated Articles of Organization are being filed in accordance with Chapter 605, Florida Statutes. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of PHYCORE MEDICAL LLC. The Articles of Organization of Phycore Medical LLC are hereby amended and restated in their entirety as follows:

The undersigned certifies that the members have associated themselves for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **PHYCORE MEDICAL LLC** and its principal office shall be located at 8866 Darlene Drive Orlando, Florida 32836. The mailing address of the entity shall be the same. The entity shall have the power and authority to establish branch offices at any other place or places as the members may designate.

of any purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by its members. The names and addresses of the members who shall serve initially as managers until their successor(s) are elected and qualified are as follows:

**Muhammad A. Khan
8866 Darlene Drive
Orlando Florida 32836**

**Jennifer H. Khan
8866 Darlene Drive
Orlando Florida 32836**

ARTICLE II PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment

**ARTICLE V
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

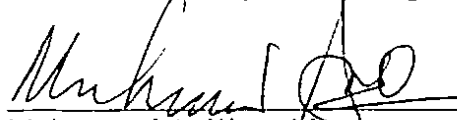
On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

**ARTICLE VI
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 884 S Dillard Street Winter Garden Florida 34787 and the name of the company's initial registered agent at that address is Nick Asma Esquire of Asma & Asma P.A.

The undersigned certifies that this instrument constitutes the Amended and Restated Articles of Organization of the above-named limited liability company.

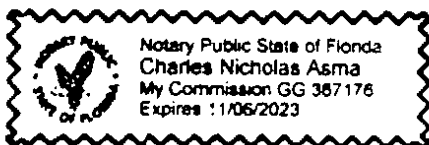
Executed by the undersigned member on this 14 day of August, 2020.


Muhammad A. Khan, Member

STATE OF FLORIDA
COUNTY OF ORANGE

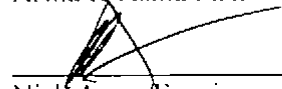
The foregoing instrument was acknowledged before me by means of ☒ physical presence or ☐ online notarization, this 14 day of August, 2020 by Muhammad A. Khan, who is personally known to me or who has produced _____ as identification.


Notary Public



Having been named as Registered Agent for the above stated Organization and to accept service of process at the place designated in these Articles, I hereby accept the appointment as Registered Agent and agree to act in this capacity. 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 as provided for in Chapter 605, F.S.

Asma & Asma P.A.

A handwritten signature in dark ink, appearing to read "Nick Asma", is written over a horizontal line.

Nick Asma Esquire
884 S Dillard Street
Winter Garden FL 34787