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Division of Corporations

NO 417 Page 1 of 1

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Professional Urgent Care Services, P.L.

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SEP. 27. 2013 9:53AM

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**ARTICLES OF ORGANIZATION
OF
PROFESSIONAL URGENT CARE SERVICES, P.L.**

NO. 4177 P. 2
FILED
13 SEP 27 AM 10:44
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The undersigned authorized representative of a member hereby executes these Articles of Organization ("Articles") for the purpose of forming a professional limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this professional limited liability company (the "Company") shall be:

PROFESSIONAL URGENT CARE SERVICES, P.L.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:

640 Tyrone Blvd N
St Petersburg FL 33710

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 6540 4th Street North, Suite C, St. Petersburg, Florida 33702, and the initial registered agent of the Company at such office shall be Hiten Upadhyay. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Business and Purposes

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

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(a) to engage solely and specifically in the business of carrying on the practice of medicine and the provision of related medical services, through licensed professionals employed by it, and to employ such non-licensed personnel as may be appropriate to facilitate the provision of medical services;

(b) to contract with one or more parties, to manage all or a portion of its medical practice;

(c) to invest in real estate, mortgages, stocks, bonds, any other type of investments, including but not limited to ownership interests in entities engaged in the provision of medical services;

(d) to own or lease real and personal property necessary for the rendering of the above professional services;

(e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its rights, privileges or franchises, or for other lawful purposes; to issue promissory notes and other obligations and evidences of indebtedness payable at a specified time or times and secured by mortgages or otherwise; and

(f) in general, to have and exercise all powers conferred by the laws of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE V

Members Must Be Licensed Professionals

(a) Persons who have interests in the capital of the Company are referred to herein as "Members." In accordance with the applicable provisions of Chapter 621, Florida Statutes, each Member of the Company must be a professional corporation, a professional limited liability company, or a natural person who is duly licensed or otherwise legally authorized to practice medicine in the State of Florida. Any person not meeting the standards set forth in the foregoing sentence (a "Disqualified Person") is hereby deemed not qualified to own an interest in the capital of the Company and may not be a Member.

(b) In the event a Member becomes a Disqualified Person, the Disqualified Person's ownership interests in the Company are redeemed and shall be deemed to have been redeemed and cancelled effective as of the date of occurrence of the event which caused such Disqualified Person to be disqualified (the "Disqualification Event"). No ownership interests held by the Disqualified Person shall be considered outstanding upon and after the date of the Disqualification Event, the Disqualified Person shall not be entitled to vote or participate in any Company or Member action and shall cease to be a Member, manager, employee, officer, or agent of the Company immediately effective as of the Disqualification Event, and the sole right

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and entitlement of the Disqualified Person shall be to receive redemption consideration for the interests in the Company held by the Disqualified Person. The Disqualification Events, the redemption consideration to be paid and the terms of payment shall be as set forth in the operating agreement of the Company.

(c) Notwithstanding paragraph (b) above, if the sole Member of this Company is or becomes a Disqualified Person, then and in that event the Company shall promptly amend these Articles or take such other legal action as shall be necessary or appropriate to cause the Company to change its business purpose from the rendering of professional services to provide for any other lawful purpose by amending these Articles in the manner specified herein and under applicable law, and the Company shall be removed from the provisions of Chapter 621, Florida Statutes, including, but not limited to, the right to practice a profession.

ARTICLE VI

Duration and Continuation

The duration of the Company commences upon filing these Articles. The Company shall have perpetual existence. 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 will not cause dissolution of the Company, and the remaining Member(s) have the right to continue the business of the Company, subject to the provisions of applicable law, these Articles and the operating agreement of the Company.

ARTICLE VII

Management

The Company is a manager-managed professional limited liability company. The name and street address of the initial manager of the Company shall be:

Medical Group of Pinellas, P.A. 6540 4th Street North, Suite C
St. Petersburg, Florida 33702

ARTICLE VIII

Operating Agreement

The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the Members of the Company. The operating agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not

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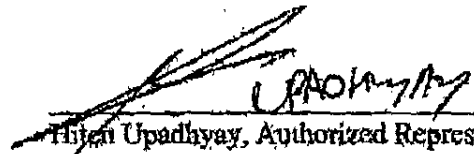
inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

ARTICLE IX

Amendment of Articles of Organization

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

IN WITNESS WHEREOF, the undersigned authorized representative or member, pursuant to Section 608.407, Florida Statutes, has executed these Articles, for the uses and purposes therein stated.


Hiten Upadhyay, Authorized Representative

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SEP. 27. 2013 9:54AM

NO. 4177 P. 6

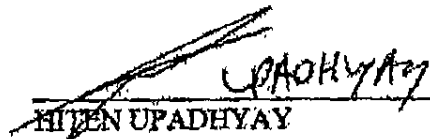
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PROFESSIONAL URGENT CARE SERVICES, P.L.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned having been named as registered agent to accept service of process for the above-named professional limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 22 day of September, 2013.


HIMEN UPADHYAY

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