

11/15/13

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Division of Corporations

Florida Department of State
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FLORIDA LIMITED LIABILITY CO.
Orange Grove Dental, PLLC

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Page Count	05
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B. BOSTICK

NOV 18 2013

EXAMINER

**Articles of Organization
of
Orange Grove Dental, PLLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming of a limited liability company under the laws of Florida, sets forth the following articles of organization:

1. Name

The name of the limited liability company is Orange Grove Dental, PLLC (the "Company").

2. Period of Duration

Unless earlier terminated under the Act or the Company's operating agreement, the duration of the company is perpetual.

3. Purpose

This company is organized under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes for the purpose of conducting business as a dentistry business. This professional service shall be the sole and specific purpose of the company.

4. Addresses

The mailing address for the Company is:

Assured Compliance Services, LLC
301 East Pine Street, Suite 950
Orlando, Florida 32801

and the street address of the place of business for the Company is:

Orange Grove Dental, PLLC
6404 Vineland Road
Apt. 312
Orlando, Florida 32819

These addresses may be changed from time to time as provided in the Company's operating agreement.

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5. Registered Agent

The initial registered agent in Florida for the Company is:

Assured Compliance Services, LLC
301 East Pine Street, Suite 950
Orlando, Florida 32801

6. Capital Contributions.

The members may contribute capital to the Company in the manner prescribed by the Company's operating agreement and as it may be amended from time to time in accordance with its terms.

7. Members

The Company shall have at least one member at all times and may admit additional members upon the prior, unanimous written agreement of all then-existing members or as the Company's operating agreement may otherwise provide.

8. Continuity of Business

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the written consent the Company's remaining members.

9. Management

The Company will be managed by one or more managers appointed by the members in accordance with the terms of the operating agreement and hold a professional license in dentistry as prescribed under Florida law. As such, the Company will be manager-managed. The managers will be designated as the president, secretary, and treasurer of the Company, and may also be designated as vice presidents, assistant secretaries, and assistant treasurers, and may have the authority normally associated with these positions under corporate law or as otherwise described in the Company's operating agreement. The Company may also designate persons as directors under the operating agreement. These directors shall act in a manner similar to the

directors of a corporation or as otherwise described in the Company's operating agreement. The members, at a meeting of the members held not less than annually, shall designate the managers, who may also be members, and the positions that these managers will hold. The name of the initial manager, who may serve until the first annual meeting of the members or until his successor is elected and qualified, and his designation is as follows:

<u>Name</u>	<u>Title</u>
Manu Sachdev	Manager

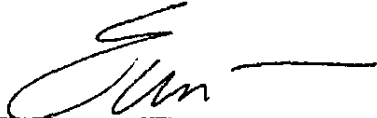
10. Indemnification

Except as expressly provided in the Company's operating agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

11. Effective Date

Pursuant to §608.409(1), Florida Statutes, the effective date of organization is November 15, 2013.

Dated: November 15, 2013



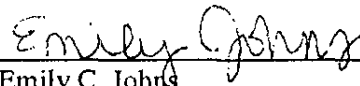
Euribiades Cerrud II
Authorized Representative of the Members

STATE OF FLORIDA }
 } ss.
COUNTY OF ORANGE }

Sworn to or subscribed before me on this 15th day of November, 2013 by Euribiades Cerrud II, who is personally known to me.



EMILY JOHNS
MY COMMISSION # EE 208487
EXPIRES: June 14, 2016
Bonded Through Budget Notary Services




Emily C. Johns
Notary Public – State of Florida
My Commission Expires:

Registered Agent Acceptance

Assured Compliance Services, LLC is familiar with and accepts the duties and responsibilities for said limited liability company.

ASSURED COMPLIANCE SERVICES, LLC

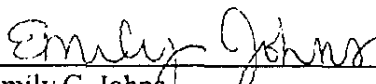
By: 
Philip K. Calandrino, Manager

STATE OF FLORIDA }
 } ss.
COUNTY OF ORANGE }

Sworn to or subscribed before me on this 15th day of November, 2013 by Philip K. Calandrino, as duly authorized agent of Assured Compliance Services, LLC, who is personally known to me.



EMILY JOHNS
MY COMMISSION # EE 208497
EXPIRES: June 14, 2018
Bonded Thru Budget Notary Services


Emily C. Johns
Notary Public – State of Florida
My Commission Expires:

2013 NOV 15 AM 8:47
TALLAHASSEE, FLORIDA