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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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☐ MAIL

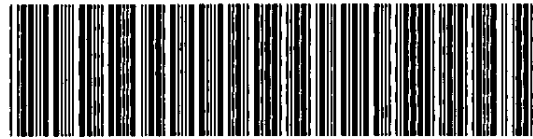
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 7, 2014

PENNY EVERY
JEFFREY C. SWEET, ESQUIRE
595 W. GRANADA BLVD, SUITE A
ORMOND BEACH, FL 32174

SUBJECT: GDM&S PROPERTIES, LLC
Ref. Number: W14000008232

We have received your document for GDM&S PROPERTIES, LLC and your check(s) totaling \$185.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The entity must be active on our records.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6051.

Tammi Cline
Regulatory Specialist II

Letter Number: 314A00002829

SECRETARY OF STATE
DIVISION OF CORPORATIONS
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: GDM&S PROPERTIES, 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:

Penny K. Every

(Contact Person)

Jeffrey C. Sweet, Esquire

(Firm/Company)

595 W. Granada Blvd, Suite A

(Address)

Ormond Beach, FL 32174

(City, State and Zip Code)

penny.every@jsweetlaw.com

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

For further information concerning this matter, please call:

Penny K. Every

at (386) 677-3431

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$150.00 Filing Fees
(\$25 for Conversion
& \$125 for Articles
of Organization)

☐ \$155.00 Filing Fees
and Certificate of
Status

☐ \$180.00 Filing Fees
and Certified Copy

☒ \$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

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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Certificate of Conversion
For
"Other Business Entity"
Into
Florida Limited Liability Company

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 s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

GDM&S PROPERTIES, a Florida General Partnership **6814-337**

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a general partnership

(Enter entity type. Example: corporation, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on December 1, 1994

(Enter date "Other Business Entity" was first organized, formed or incorporated)

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

4. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:

GDM&S PROPERTIES, LLC

(Enter Name of Florida Limited Liability Company)

5. If not effective on the date of filing, enter the effective date: _____

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; **AND** 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

6. The conversion is permitted by the applicable law(s) governing the other business entity and the conversion complies with such law(s) and the requirements of s.608.439, F.S., in effecting the conversion.

7. The "Other Business Entity" currently exists on the official records of the jurisdiction under which it is currently organized, formed or incorporated.

Signed this 31st day of January 2014.

Signature of Member or Authorized Representative of Limited Liability Company:

Individual signing affirms that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S.

Signature of Member or Authorized Representative: [Signature]
Printed Name: Mark C. Gillespy, M.D. Title: Manager

Signature(s) on behalf of Other Business Entity: Individual(s) signing affirm(s) that the facts stated in this document are true. Any false information constitutes a third degree felony as provided for in s.817.155, F.S. [See below for required signature(s).]

Signature: [Signature]
Printed Name: Albert W. Gillespy Title: General Partner

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida Corporation:

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

All others:

Signature of an authorized person.

Fees:

Certificate of Conversion:	\$25.00
Fees for Florida Articles of Organization:	\$125.00
Certified Copy:	\$30.00 (Optional)
Certificate of Status:	\$5.00 (Optional)

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ARTICLES OF ORGANIZATION
OF
GDM&S PROPERTIES, LLC

ARTICLE 1

Name

The name of this Limited Liability Company is: GDM&S PROPERTIES, LLC

ARTICLE 2

Duration

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

Principal Office and Registered Agent

The mailing address, the street address and the principal office address of the limited liability company is 1075 Mason Avenue, Daytona Beach, FL 32117. The name and address of the initial registered agent of the limited liability company is Mark C. Gillespy, M.D., 1075 Mason Avenue, Daytona Beach, FL 32117.

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ARTICLE 4

Management

The company is to be a manager-managed company. The names and addresses of its Managers are:

TG-EG, LLC
1075 Mason Avenue
Daytona Beach, FL 32117

Albert W. Gillespy, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

Mark C. Gillespy, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

Malcolm D. Gottlich, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

James M. Bryan, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

Bryan R. Hatten, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

Jeffrey W. Martin, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

Todd A. McCall, M.D.
1075 Mason Avenue
Daytona Beach, FL 32117

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ARTICLE 5

Continuation of Business

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within ninety (90) days after the occurrence of the event of dissolution, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6

Admission of Additional Members

No person may be admitted as an additional member without the prior written consent of the Managers. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned Managers do hereby execute and acknowledge these articles of organization this 31ST day of January, 2014.

MANAGERS:

TG-EG, LLC, a Florida limited liability company

By: Thurman Gillespy, Jr., M.D., Manager

Albert W. Gillespy, M.D.

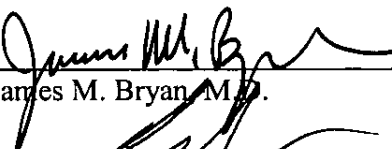
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TALLAHASSEE


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Mark C. Gillespy, M.D.


Malcolm D. Gottlich, M.D.


James M. Bryan, M.D.


Brian R. Hatten, M.D.


Jeffrey W. Martin, M.D.

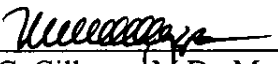

Todd A. McCall, M.D.

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TELEPHONE

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CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OR PROCESS

Pursuant to Section 608.415 Florida Statutes, GDM&S PROPERTIES, LLC,
hereby designates MARK C. GILLESPIE, M.D., 1075 Mason Avenue, Daytona Beach, FL 32117
as its registered agent and the street address of its registered office, respectively, for service of
process within the State of Florida.


Mark C. Gillespie, M.D., Manager

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing
designation as registered agent of GDM&S PROPERTIES, LLC, for service of process within
the State of Florida.


Mark C. Gillespie, M.D.