

Division of Corporations

Page 1 of 1

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

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TALLAHASSEE, FLORIDA

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*

Email Address: cesar.ortiz@primehealthphysicians.com

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FLORIDA LIMITED LIABILITY CO.  
PrimeHealth Physicians MSO Holding, LLC

Certificate of Status	0
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Page Count	03
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Electronic Filing Menu

Corporate Filing Menu

Help

1. Search JUN 19 2014

**Fax Audit Number: (((H14000145797 3)))**

**ARTICLES OF ORGANIZATION  
OF  
PRIMEHEALTH PHYSICIANS MSO HOLDING, LLC**

**ARTICLE I  
Name**

The name of the Limited Liability Company is PRIMEHEALTH PHYSICIANS MSO HOLDING, LLC (the "Company").

**ARTICLE II  
Address**

The mailing address and the street address of the principal office of the Company is 14680 SW 8<sup>th</sup> Street, Suite 211, Miami, Florida 33184.

**ARTICLE III  
Registered Agent**

The name of the Company's registered agent in the State of Florida is Cesar A. Ortiz and the address of the Company's registered office is 14680 SW 8<sup>th</sup> Street, Suite 211, Miami, Florida 33184.

**ARTICLE IV  
Duration**

The period of duration for the Company shall be perpetual.

**ARTICLE V  
Management**

The Company is to be a member-managed company and the name and address of the initial member is:

PrimeHealth Physicians, LLC  
14680 SW 8<sup>th</sup> Street, Suite 211  
Miami, Florida 33184

Fax Audit Number: (((H14000145797 3)))

**ARTICLE VI**  
**Admission of Additional Members**

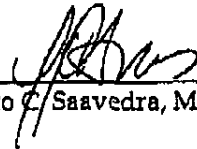
Members shall have the right to admit additional members as provided by the Florida Revised Limited Liability Company Act by a vote of a majority-in-interest of the members.

**ARTICLE VII**  
**Members' Rights to Continue Business**

The death, retirement, resignation, expulsion, dissolution, bankruptcy, dissociation or withdrawal of any member, or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved or its affairs to be wound-up, and upon the occurrence of any such event, the Company shall be continued without dissolution and without any affirmative action or requirement on the part of the members.

**MEMBER:**

PrimeHealth Physicians, LLC, a Florida limited liability company

By:   
Diego C. Saavedra, M.D., Member

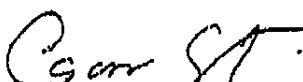
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CERTIFICATE OF DESIGNATION  
OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 605.0113, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is PRIMEHEALTH PHYSICIANS MSO HOLDING, LLC
2. The name and address of the registered agent and office is: Cesar A. Ortiz, 14680 SW 8<sup>th</sup> Street, Suite 211, Miami, Florida 33184.

*Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated by this certificate, 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 the obligations of my position as a registered agent.*

  
Cesar A. Ortiz

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