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JASON P. RUDDERMAN

1301 Riverplace Boulevard • Suite 1500 Jacksonville, Florida 32207

904 . 346 . 5515 Direct

904 . 398 . 3911 Main

904 . 396 . 0663 Fax JRudderman@rtlaw.com

December 19, 2014

Via Federal Express

Attn: Registration Section
Department of State, Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: ROBERT MILLER, M.D., P.A.

Conversion: P.A. to LLC

To Whom It May Concern:

Enclosed please find the following:

- 1. A firm check in the amount of \$160.00 representing your fee to file a Certificate of Conversion of Robert Miller, M.D., P.A. into Robert Miller, M.D., LLC (\$35.00) and to file Articles of Organization for the converted entity, Robert Miller, M.D., LLC (\$125.00).
- 2. A Certificate of Conversion for Robert Miller, M.D., P.A., a Florida professional corporation, whose Articles of Incorporation were filed on March 14, 1978 under document number is 561936, converting Robert Miller, M.D., P.A. from a professional corporation into an LLC.
 - 3. Articles of Organization of the converted entity, Robert Miller, M.D., LLC.

Please contact me at (904) 346-5515 if you should have any questions. Thank you for your assistance in this matter.

Sincerely,

Jason Rudderman

Enclosures

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CERTIFICATE OF CONVERSION OF ROBERT MILLER, M.D., P.A. INTO ROBERT MILLER, M.D., LLC

SECRETARY OF STATE FALLAHASSEE, FLORIDA

Pursuant to the provisions of the Florida Business Corporation Act, the undersigned converting entity files this Certificate of Conversion for the purpose of converting ROBERT MILLER, M.D., P.A., a Florida professional corporation, into ROBERT MILLER, M.D., LLC, a Florida limited liability company.

- 1. ROBERT MILLER, M.D., P.A. has been converted into a Florida limited liability company (the "Conversion") in accordance with Chapter 605 of Florida Statutes and such Conversion complies with the applicable laws governing corporations and limited liability companies in Florida.
- 2. The Plan of Conversion governing the Conversion was approved by ROBERT MILLER, M.D., P.A. by written consent of its board of directors and written consent of its shareholders and in accordance with the provisions of Chapter 607 of Florida Statutes.
- 3. The name of the Florida limited liability company arising from the Conversion is "ROBERT MILLER, M.D., LLC." The articles of organization of ROBERT MILLER, M.D., LLC are attached hereto as Exhibit A and the address of the principal office of ROBERT MILLER, M.D., LLC is 3550 University Boulevard South, Suite 204, Jacksonville, Florida 32216.
 - 4. The Conversion shall be effective at 11:59 p.m. est. on December 31, 2014.
- 6. If the Conversion shall give rise to appraisal rights, ROBERT MILLER, M.D., LLC shall pay to shareholders having such appraisal rights the amount to which they are entitled under Sections 607.1301-607.1333 of the Florida Statutes.

Dated: December 18, 2014

ROBERT MILLER, M.D., P.A.

s: Preside

Exhibit A

See attached.

ARTICLES OF ORGANIZATION OF ROBERT MILLER, M.D., LLC

These Articles of Organization are submitted for the purpose of forming a limited liability company pursuant to the Florida Revised Limited Liability Company Act, Chapter 605, Florida Statutes, as the same may from time to time be amended (the "Act").

ARTICLE I- NAME

The name of this limited liability company (the "Company") is ROBERT MILLER, M.D., LLC.

ARTICLE II - ADDRESS

The address of the principal office and the mailing address of the Company is 3550 University Boulevard South, Suite 204, Jacksonville, Florida 32216.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 5504 Grove Avenue, Jacksonville, Florida 32211 and the name of its initial registered agent at such address is Robert Miller.

ARTICLE IV – MANAGEMENT OF THE COMPANY

The Company is to be managed by one or more managers and is, therefore, a managermanaged company.

ARTICLE V - LIMITED LIABILITY

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for the acts or omissions of any other member, manager, officer, agent or employee of the Company.

ARTICLE VI - EFFECTIVE DATE AND TIME

These Articles of Organization shall be effective at 11:59 p.m. est. on December 31, 2014.

IN WITNESS WHEREOF, the undersigned, being the manager of the Company, has executed these Articles of Organization this 12 day of December, 2014. In accordance with Section 605.0205(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Rober Millex Manager

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 605.0113, Florida Statutes, the below named 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.

I. The name of the limited liability company is:

ROBERT MILLER, M.D., LLC

2. The name and address of the registered agent and office are:

Robert Miller 5504 Grove Avenue Jacksonville, Florida 32211

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN 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 AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: Decembe 18, 2014

Signature of Registered Agent

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