

Division of Corporations

Page 1 of 2

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet.** Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H15000130598 3)))



H150001305983AEC%

**Note: DO NOT** hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850) 617-6383

From:

Account Name : BROAD AND CASSEL (ORLANDO)  
Account Number : 119980000090  
Phone : (407) 839-4200  
Fax Number : (407) 839-4264

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

Email Address: \_\_\_\_\_

FLORIDA LIMITED LIABILITY CO.  
ICD OF ORLANDO, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

RECEIVED

15 JUN -1 PM 3:57

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

15 JUN -1 AM 9:04

FILED

Electronic Filing Menu

Corporate Filing Menu

Help



390 NORTH ORANGE AVENUE  
SUITE 1100  
ORLANDO, FLORIDA 32801  
P.O. Box 4961 (32802-4961)  
TELEPHONE: 407.839.4200  
FACSIMILE: 407.425.8377  
www.broadandcassel.com

## TELECOPIER TRANSMITTAL

DATE: Monday, June 01, 2015 3:04:44 PM  
TO: Division of Corporations  
ADDRESS:  
TELECOPIER PHONE NO.: 1-850-617-6383  
CONFIRMATION PHONE NO.:  
GENERAL FAX NUMBER:  
TOTAL NUMBER OF PAGES: 06 (including cover)  
CLIENT AND MATTER: 35269-0001  
DIRECT FAX

### MESSAGE:

15 JUN - 1 AM 9:04  
TALLAHASSEE, FLORIDA

PLEASE NOTIFY US IMMEDIATELY IF ALL PAGES WERE NOT RECEIVED AT 407.839.4200

FAX OPERATOR: FIRST ATTEMPT: SECOND ATTEMPT:

THE INFORMATION CONTAINED IN THIS TRANSMISSION IS ATTORNEY-CLIENT PRIVILEGED AND CONFIDENTIAL. IT IS INTENDED FOR THE USE OF THE INDIVIDUAL OR ENTITY NAMED ABOVE. IF THE READER OF THIS IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPY OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE IMMEDIATELY NOTIFY US BY TELEPHONE AND RETURN THE ORIGINAL MESSAGE TO US AT THE ABOVE ADDRESS VIA THE U.S. POSTAL SERVICE. THANK YOU.

(H15000130598 3)

**ARTICLES OF ORGANIZATION  
OF  
ICD OF ORLANDO, LLC**

The undersigned acting as the organizer of ICD OF ORLANDO, LLC, under the Florida Limited Liability Company Act, Chapter 605, *Fla. Stat.*, adopts the following Articles of Organization:

**ARTICLE I - Name:**

The name of the limited liability company is ICD OF ORLANDO, LLC (the "Company").

**ARTICLE II - Address:**

The mailing address of the limited liability company is post office box 4961, Orlando, Florida 32801 and the street address of the principal office of the limited liability company is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

**ARTICLE III - Duration:**

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

**ARTICLE IV - Management:**

The limited liability company is to be managed by a manager and the name and address of the individual who is to serve as initial manager until the first annual meeting of the members or until his successor is elected and qualified is:

Name

Address

Anthony W. Palma

390 North Orange Avenue  
Suite 1400  
Orlando, Florida 32801

**ARTICLE V - Admission of Additional Members:**

The Company shall admit new Members only upon the majority written consent of all then existing voting Members of the Company.

(H15000130598 3)

(H15000130598 3)

**ARTICLE VI - Adoption of Operating Agreement:**

The Company shall adopt Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 605, *Fla. Stat.*

**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be B&C Corporate Services of Central Florida, Inc., whose address is 390 North Orange Avenue, Suite 1400, Orlando, Florida 32801.

A copy of the registered agent's acceptance to serve accompanies these Articles.

**ARTICLE VIII - Amendments:**

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the majority written approval of all voting Members of the Company.

**ARTICLE IX - Indemnification:**

Each individual or entity who is or was a manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a manager or officer existing at the time of such repeal or amendment.

(H15000130598 3)

(H15000130598 3)

**ARTICLE X – Member Interests:**

The Company is authorized to issue both voting and nonvoting member certificates. All common member certificates shall be identical in all respects except the nonvoting member certificates shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted nonvoting member interests.

IN WITNESS WHEREOF, the undersigned executes these Articles of Organization as of this 1<sup>st</sup> day of June, 2015.

  
\_\_\_\_\_  
ANTHONY W. PALMA

(H15000130598 3)

(H150001305983 )

**ACCEPTANCE OF APPOINTMENT OF  
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 605.415, FLORIDA STATUTES, THE UNDERSIGNED REGISTERED AGENT 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 **ICD OF ORLANDO, LLC**.
2. The name and address of the registered agent is:

**B&C CORPORATE SERVICES OF CENTRAL FLORIDA, INC.,**  
a Florida corporation  
390 North Orange Avenue, Suite 1400  
Orlando, Florida 32801

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, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and that it is familiar with and accepts the obligations of its position as registered agent.

**B&C CORPORATE SERVICES OF  
CENTRAL FLORIDA, INC.,** a Florida  
corporation

By: 

**ANTHONY W. PALMA,**  
its Vice President

Dated this 1<sup>st</sup> day of June, 2015.

FILED  
15 JUN - 1 AM 9:04  
TALLAHASSEE, FLORIDA

(H150001305983)