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### FLORIDA DEPARTMENT OF STATE Division of Corporations

January 26, 2017

CORPORATE ACCESS, INC.

SUBJECT: PHYSICIAN SERVICE ORGANIZATION, LLC

Ref. Number: W17000007100

We have received your document for PHYSICIAN SERVICE ORGANIZATION, LLC and your check(s) totaling \$370.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date must also be in the Articles of Organization and the document cannot be signed before the actual date.

Please return the corrected original and one copy of 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) 245-6052.

Claretha Golden Regulatory Specialist II New Filing Section

Letter Number: 717A00001659

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January 25, 2017

CORPORATE ACCESS, INC.

SUBJECT: PHYSICIAN SERVICE ORGANIZATION, LLC

Ref. Number: W17000007100

We have received your document for PHYSICIAN SERVICE ORGANIZATION, LLC and your check(s) totaling \$370.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

Please return the corrected original and one copy of 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) 245-6052.

Letter Number: 117A00001596

Claretha Golden Regulatory Specialist II New Filing Section

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# CERTIFICATE AND ARTICLES OF CONVERSION FOR PHYSICIAN SERVICE ORGANIZATION, INC. INTO PHYSICIAN SERVICE ORGANIZATION, LLC

This Certificate and Articles of Conversion (these "Articles of Conversion") are submitted to convert Physician Service Organization, Inc., a Florida corporation, into Physician Service Organization, LLC, a Florida limited liability company, in accordance with Florida Statutes, Section 607.1113 and Section 605.1041(2).

- 1. The name of the Florida corporation converting into the limited liability company is Physician Service Organization, Inc., and immediately prior to the filing of these Articles of Conversion, was a Florida corporation incorporated on June 11, 2007, under Document Number P07000068241.
- 2. The name of the limited liability company into which Physician Service Organization, Inc., will be converted is Physician Service Organization, LLC. The Articles of Organization for Physician Service Organization, LLC are attached hereto as Exhibit A.
- 3. The conversion of Physician Service Organization Inc. into Physician Service Organization, LLC is in compliance with the following Florida Statutes: (a) Chapter 607, the Florida Business Corporation Act; and (b) Chapter 605, the Florida Revised Limited Liability Company Act.
- 4. The plan of conversion was approved by all of the shareholders and directors of Physician Service Organization, Inc., in accordance with Florida Statute, Section 607.1112.
  - 5. This conversion shall be effective as of 11:59 P.M. on January 29, 2017.
- 6. The limited liability company's principal office address is: 15105 NW 77<sup>th</sup> Avenue, 4<sup>th</sup> Floor, Miami Lakes, Florida 33014.
- 7. The plan of conversion was approved by all of the members and managers of Physician Service Organization, LLC, in accordance with Florida Statute, Sections 605.1041 to 605.1046.
- 8. The limited liability company has agreed to pay any shareholders having appraisal rights the amount to which they are entitled under Florida Statutes, Sections 607.1301 1333.

Signed as of the 27th day of January, 2017.

Physician Service Organization, Inc.,

a Florida corporation

Jose M. Gancia, Sr., President

Physician Service Organization, LLC a Florida limited Mahiity company

By:

Jessi

Garaja Alsantara, Manager

#### ARTICLES OF ORGANIZATION OF PHYSICIAN SERVICE ORGANIZATION, LLC (a Florida limited liability company)

The undersigned, in forming a Florida limited liability company under the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes, hereby adopts the following Articles of Organization:

#### ARTICLE I NAME AND EFFECTIVE DATE

The name of the limited liability company is PHYSICIAN SERVICE ORGANIZATION, LLC (hereinafter, the "Company"). The effective date shall be January 29, 2017.

#### ARTICLE II MAILING AND PRINCIPAL ADDRESS

The mailing address and street address of the principal office of the Company is 15105 NW 77th Avenue, 4th Floor, Miami Lakes, Florida 33014.

#### ARTICLE III REGISTERED AGENT AND REGISTERED OFFICE

The name and street address of the Company's registered agent and registered office in the State of Florida is Wells & Wells, P.A., 540 Biltmore Way, Coral Gables, Florida 33134.

#### ARTICLE IV MANAGER-MANAGED COMPANY

The Company shall be a manager-managed limited liability company in accordance with Section 605.0407(1)(a), Florida Statutes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of the 27th day of January, 2017.

Jessica Garcia Alcantar **Agnager** 

#### ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as registered agent and to accept service of process for PHYSICIAN SERVICE ORGANIZATION, LLC, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 605, F.S.

Wells & Wells, P.A.

Thomas O. Wells, Esq., President

Date: January 27, 2017