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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

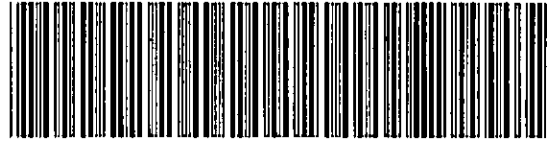
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SECRETARY OF STATE
TALLAHASSEE, FL

N CULLIGAN

NOV 27-2013

COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: Physicians' Health Benefits, LLC
(Name of Resulting Florida Limited Company)

The enclosed Articles 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. 605.1045, F.S.

Please return all correspondence concerning this matter to:

Richard J Brooderson

(Contact Person)

Chaires, Brooderson, & Guerrero, PL

(Firm/Company)

283 Cranes Roost Blvd., Suite 165

(Address)

Altamonte Springs, FL 32701

(City, State and Zip Code)

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

For further information concerning this matter, please call:

Richard J Brooderson

(Name of Contact Person)

at (407) 834-2777

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount: (All checks processed by this office must be payable in US dollars and drawn on a bank located in the United States)

☒ \$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:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filing Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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2019 OCT 31 AM 9:35

SECRETARY OF STATE
TALLAHASSEE, FL

**Articles of Conversion
For
Florida Corporation
Into
Florida Limited Liability Company**

The Articles of Conversion and attached Articles of Organization are submitted to convert the following Florida Corporation into a Florida Limited Liability Company in accordance with s.605.1045, Florida Statutes.

1. The name of the for-profit Florida Corporation immediately prior to the filing of the Articles of Conversion is: Physicians' Health Benefits, Inc. document number P19000053262 first organized, formed or incorporated under the laws of the state of Florida on July 5, 2019.
2. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization: Physicians' Health Benefits, LLC.
3. The plan of conversion has been approved in accordance with all applicable statutes.
4. The Converted or Other Business Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.
5. The Conversion shall become effective on the date of filing of the Articles of Conversion and Organization.

Dated: October 24, 2019

Signature of Member or Authorized Representative of the Limited Liability Company:

By: 
Fraser Cobbe
Manager

Signature on behalf of Physicians' Health Benefits, Inc.:

By: 
Fraser Cobbe
Director

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TALLAHASSEE, FL

**ARTICLES OF ORGANIZATION
OF
Physicians' Health Benefits, LLC**

Pursuant to the Florida REVISED Limited Liability Company Act, Chapter 605, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be Physicians' Health Benefits, LLC.

**ARTICLE II
ADDRESS**

The initial mailing AND street addresses of the principal office of this Company shall be:

1215 E. Robinson Street
Orlando, FL 32801

**ARTICLE III
REGISTERED AGENT**

The initial registered office of this Company shall be 283 Cranes Roost Blvd, Suite 165, Altamonte Springs, FL 32701 and its initial registered agent at such office shall be CB&G Services, Inc.

**ARTICLE IV
MANAGEMENT OF THE COMPANY**

Pursuant to §605.0407 this Company will be manager-managed unless otherwise stated in the Operating Agreement. The name and address of the initial member-managers are:

Fraser Cobbe (MGR)
1215 E. Robinson Street
Orlando, FL 32801

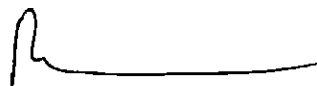
ARTICLE V
ADDITIONAL MEMBERS

Pursuant to §605.0401, of the Act, additional members may be admitted as provided in the operating agreement, as amended from time to time.

ARTICLE VI
DURATION

Unless earlier terminated pursuant to the Act or the operating agreement (as defined in §605.0102 (45) of the Act) of this Company, the period of its duration shall be perpetual.

IN WITNESS WHEREOF, the undersigned, a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §605.0201(1) of the Act.



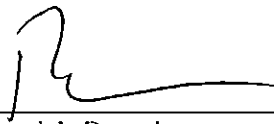
Richard J. Brooderson, as the authorized
representative of a member of the Company
Dated: October 24, 2019

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 605, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

Tallahassee Podiatry Real Estate LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates CB&G Services, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 283 Cranes Roost Blvd, Suite 165 Altamonte Springs, Florida 32701.

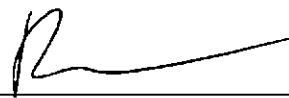
DATED this 24th day of October 2019.


Richard J. Brooderson, as the authorized
representative of a member of the company

Having been named as registered agent to accept service of process for the above named limited liability company, at the place designated in this certificate, I, on behalf of CB&G Services, Inc., as its vice-president, hereby agree to 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 this 24th day of October 2019.

CB&G Services, Inc.,
a Florida corporation

By: 
Richard J. Brooderson, Vice-President

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TALLAHASSEE, FL

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