

KZ1000109604

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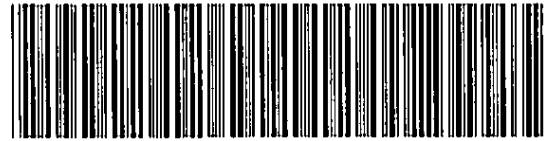
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R. HUNT

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: MCI CLINICAL RESEARCH CENTER, LLC
Name of Limited Liability Company

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Richard Sierra
Name of Person
Florida Small Business Legal Center
Firm/Company
6501 Congress Ave. #240
Address
Boca Raton, FL 33487
City/State and Zip Code
info@businesslawyer.biz
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Richard Sierra 954 757-1919
Name of Person at () Area Code Daytime Telephone Number

Enclosed is a check for the following amount:

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| <input type="checkbox"/> \$25.00 Filing Fee | <input checked="" type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---|---|--|--|

Mailing Address:

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

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
FOR A FLORIDA LIMITED LIABILITY COMPANY**

The Articles of Organization for this Limited Liability Company were filed on March 16, 2021 and were assigned Article Number: L21000109604.

This Amendment is submitted to Amend the following:

ARTICLE I – Name:

The name of the Limited Liability Company is MCI CLINICAL RESEARCH CENTER, LLC

ARTICLE II – Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

11410 N. Kendall Dr.
Suite 203
Miami, FL 33176

ARTICLE III – Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the Registered Agent are:

Richard Sierra, Esq.
Richard Sierra & Associates, PA
6501 Congress Ave. #240
Boca Raton, FL 33487
(954) 757-1919

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DIVISION OF CORPORATIONS
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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 as provided for in Chapter 605, F.S..

Richard Sierra

ARTICLE IV – The Name and Address of each person authorized to manage and control the Limited Liability Company:

AMBR	Gilberto Concepcion Morales 6544 SW 166th Court Miami, FL 33193
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AMBR	Cristian Macagni 9869 NW 52nd Ter Doral, FL 33178
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ARTICLE V – Perpetual Duration

The period of duration of **MCI CLINICAL RESEARCH CENTER, LLC** is perpetual.

ARTICLE VI – Form of Management

The management of **MCI CLINICAL RESEARCH CENTER, LLC** shall be vested on the members pursuant to the Operating Agreement.

ARTICLE VII – Purpose

The purpose of the company is to engage in any lawful or activity for which an LLC may be organized under the laws of Florida and the United States.

ARTICLE VIII – Indemnification

(a) The company shall indemnify every manager, and the manager's heirs, executors and administrators, against expenses actually and reasonably incurred by the manager, as well as against any amount paid upon a judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the manager may be made a party by reason of having been a manager of this professional limited liability company.

(b) This indemnification is being given because the manager(s) will be requested by the company to act for and on behalf of the company and for the company's benefit.

(c) This indemnification is not exclusive of other rights to which the manager(s) may be entitled.

(d) The manager(s) are entitled to the fullest indemnification allowed by the current law or as the law may be amended after the adoption of these articles.

(e) A manager shall be liable to the company for the following actions:

(1) Any breach of his or her duty of loyalty to the company, or to its members;

(2) An act or omission that was taken in bad faith and which constitutes a breach of the Manager's duty to the company by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law;

(3) A transaction in which the manager benefits to the detriment of the company or its members.

(4) An action for which the manager is liable at law and for which an indemnification is not allowed.

ARTICLE IX – Operating Agreement

The Operating Agreement will establish the duties and responsibilities of each authorized member as well as method of distribution of profits and liability for expenses. In the event of conflict between the Operating Agreement and the Articles of Organization, the Operating Agreement will govern.

ARTICLE X - Right To Continue Business

In the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in **MCI CLINICAL RESEARCH CENTER, LLC** the remaining members have the right under the operating agreement to continue the business of the company.

ARTICLE XI - Certificate of Membership

A member's interest in **MCI CLINICAL RESEARCH CENTER, LLC** may be evidenced by a certificate of membership interest signed by the Authorized Member of the LLC, which may be assigned or transferred. The right to assign or transfer a member's interest in **MCI CLINICAL RESEARCH CENTER, LLC** is limited by the provisions of the Operating Agreement.

ARTICLE X – Effective Date: These Amended and Restated Articles shall be effective on April 1, 2021.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member
Gilberto Concepcion Morales, Authorized Member
MCI Clinical Research Center, LLC



Signature of a member or an authorized representative of a member
Cristian Macagni, Authorized Member
MCI Clinical Research Center, LLC

(In accordance with section 605.0203 (1) (b), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.)