L21000188602

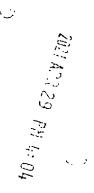
(Requestor's Name)
(Address)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Cashess Zhar, Name)
(Document Number)
(Cocament (admise))
Certified Copies Certificates of Status
Special Instructions to Filing Officer:

Office Use Only



300365232203

94/39/21--01001--020 **150.00



CORPORATE ACCESS, _

When you need ACCESS to the world

INC.

236 East 6th Avenue. Tallahassee, Florida 32303 P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

WALK IN

PICK UP: 4/29 Glinda				
	morocorr			
XX	CUS FILING	CONVERSION		
1.	WILLIAM T. KEWESHAN, D.O., P.A. (CORPORATE NAME AND DOCUMENT #)			
2.	(CORPORATE NAME AND DOCUME	ENT #)		
3.	(CORPORATE NAME AND DOCUME	ENT #)		
4.	(CORPORATE NAME AND DOCUME	NT #)		
5.	(CORPORATE NAME AND DOCUME	NT #)		
6.	(CORPORATE NAME AND DOCUME	NT#)		
SPECI <i>A</i> INSTRU				
			<u> </u>	

ARTICLES OF CONVERSION

for

WILLIAM T. KEWESHAN, D.O., P.A. (Other Business Entity)

into

WILLIAM T. KEWESHAN, D.O., P.L.L.C.

(Florida Professional Limited Liability Company)

These Articles of Conversion and attached Articles of Organization are submitted to convert the following Other Business Entity into the Florida Professional Limited Liability Company in accordance with Section 605.1045 of the Florida Statutes.

- 1. The name of the Other Business Entity immediately prior to the filing of these Articles of Conversion is WILLIAM T. KEWESHAN, D.O., P.A.
- The Other Business Entity is a professional service corporation first incorporated under the laws of the State of Florida on December 2, 2002 and assigned Document Number P02000128215.
- 3. The name of the Florida Professional Limited Liability Company as set forth in the attached Articles of Organization, which shall constitute its public organic record, is WILLIAM T. KEWESHAN, D.O., P.L.L.C.
- 4. These Articles of Conversion and the attached Articles of Organization will be effective upon their filing with the Department of State of the State of Florida.
- The plan of conversion has been approved in accordance with all applicable statutes.
- 6. The Other Business Entity has agreed to pay any members having appraisal rights the amount to which such members are entitled under Sections 605.1006 and 605.1061-605.1072 of the Florida Statutes.

SIGNED THIS 28TH DAY OF APRIL, 2021.

Signature of Authorized Representative of Florida Professional Limited Liability Company:

WILLIAM T. KEWESHAN, D.O., P.L.L.C.

Signature on behalf of Other Business Entity:

WILLIAM T. KEWESHAN, D.O., P.A.

William T. Keweshan, D.O., Manager

Will Kank

William T. Keweshan D.O. President

ARTICLES OF ORGANIZATION OF WILLIAM T. KEWESHAN, D.O., P.L.L.C.

The undersigned executes these Articles of Organization of William T. Keweshan, D.O., P.L.L.C. to form a professional limited liability company pursuant to the Florida Revised Limited Liability Company Act and Chapter 621, Professional Service Corporations and Limited Liability Companies, of the Florida Statutes ("F.S.").

ARTICLE I. NAME

The name of the Company is William T. Keweshan, D.O., P.L.L.C.

ARTICLE II. ADDRESS

The street address of the principal office and the mailing address of the Company is 12294 Indian Rocks Road, Largo, Florida 33774.

ARTICLE III. REGISTERED AGENT AND OFFICE

The street address of the initial registered agent of the Company is 490 1st Avenue South, Suite 700, Saint Petersburg, Florida 33701, and the name of the initial registered agent at that address is Chestnut Business Services, LLC, a Florida limited liability company.

ARTICLE IV. BUSINESS AND PURPOSE

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

- (a) to engage solely and specifically in the business of carrying on the practice of medicine and the provision of related medical services, through licensed professionals employed by it, and to employ such non-licensed personnel as may be appropriate to facilitate the provision of medical services;
 - (b) to contract with one or more parties to manage all or a portion of its medical practice;
- (c) to invest in real estate, mortgages, stocks, bonds and any other type of investments, including but not limited to ownership interests in entities engaged in the provision of medical services;
- (d) to own or lease real and personal property necessary for the rendering of the professional services referenced above;
- (e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its rights, privileges or franchises, or for other lawful purposes; to issue promissory notes and other obligations and evidences of indebtedness payable at a specified time or times and secured by mortgages or otherwise; and
- (f) in general, to have and exercise all powers conferred by the laws of the State of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same

extent as a natural person might or could do.

ARTICLE V. MEMBERS MUST BE LICENSED PROFESSIONALS

- (a) Persons who have interests in the capital of the Company are referred to herein as "Members." In accordance with the applicable provisions of Chapter 621, F.S., each Member of the Company must be a professional corporation, a professional limited liability company or a natural person who is duly licensed or otherwise legally authorized to render medical services. Any person not meeting the standards set forth in the foregoing sentence (a "Disqualified Person") is hereby deemed not qualified to own an interest in the capital of the Company and may not be a Member.
- (b) In the event a Member becomes a Disqualified Person, the Disqualified Person's ownership interests in the Company are redeemed and shall be deemed to have been redeemed and cancelled effective as of the date of occurrence of the event which caused such Disqualified Person to be disqualified (the "Disqualification Event"). No ownership interests held by the Disqualified Person shall be considered outstanding upon and after the date of the Disqualification Event, the Disqualified Person shall not be entitled to vote or participate in any Company or Member action and shall cease to be a Member, manager, employee, officer or agent of the Company immediately effective as of the Disqualification Event, and the sole right and entitlement of the Disqualified Person shall be to receive redemption consideration for the interests in the Company held by the Disqualified Person. The Disqualification Events, the redemption consideration to be paid and the terms of payment shall be as set forth in the operating agreement of the Company.
- (c) Notwithstanding paragraph (b) above, if the sole Member of this Company is or becomes a Disqualified Person, then and in that event the Company shall promptly amend these Articles of Organization or take such other legal action as shall be necessary or appropriate to cause the Company to change its business purpose from the rendering of professional services to provide for any other lawful purpose by amending these Articles of Organization in the manner specified herein and under applicable law, and the Company shall be removed from the provisions of Chapter 621, F.S., including, but not limited to, the right to practice a profession.

ARTICLE VI. MANAGEMENT

The Company is a manager-managed professional limited liability company. The operating agreement of the Company shall specify the authority, and limitations on such authority, of the manager(s). The initial manager of the Company is William T. Keweshan, D.O., whose mailing address is 12294 Indian Rocks Road, Largo, Florida 33774.

ARTICLE VII. OPERATING AGREEMENT

The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the Members of the Company. The operating agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles of Organization or contrary to the laws of the State of Florida or of the United States.

ARTICLE VIII. AMENDMENT OF ARTICLES OF ORGANZIATION

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the Members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Sections 605.0201 and 621.051, F.S., has executed these Articles of Organization for the uses and purposes herein stated, this 28th day of April, 2021.

WILLIAM T. KEWESHAN, D.O.,

Authorized Representative of the Member

WILLIAM T. KEWESHAN, D.O., P.L.L.C.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 28th day of April, 2021.

CHESTNUT BUSINESS SERVICES, LLC, a Florida limited liability company

By: Witauts M. Gulbis, Esq.

Title: Vice President