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**FLORIDA LIMITED LIABILITY CO.**

**Clearwater Family Medicine and Allergy, PLLC**

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**ARTICLES OF ORGANIZATION FOR FLORIDA  
PROFESSIONAL LIMITED LIABILITY COMPANY**

The undersigned authorized representative, desiring to form a Florida professional limited liability company pursuant to the provisions of the Professional Service Corporation and Limited Liability Company Act, hereby submits these Articles of Organization.

**ARTICLE I - Name**

The name of the professional limited liability company shall be: **Clearwater Family Medicine and Allergy, PLLC**

**ARTICLE II - Address**

The mailing address and street address of the principal office of the professional limited liability company shall be:

**Mailing Address:** 708 Druid Rd., Clearwater, FL 33756

**Street Address:** 708 Druid Rd., Clearwater, FL 33756

**ARTICLE III - Effective Date**

The professional limited liability company shall commence to exist on **July 8, 2021**, and shall thereafter be perpetual, except as otherwise provided in the operating agreement pertaining to the professional limited liability company or as otherwise provided by law.

**ARTICLE IV – Nature of Business**

The general nature of business to be transacted by the professional limited liability company, or the objects or purposes of the professional limited liability company, shall be as follows:

- (a) To engage solely and specifically in the practice of medicine through duly licensed physicians, doctors of medicine, or osteopathic physicians, and in the business of providing medical services in the field of family medicine and in the field of allergy, asthma and immunology.
- (b) To invest in real estate, mortgages, stocks, bonds, or any other type of investments.
- (c) To own real and personal property necessary for the rendering of the above professional services.

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- (d) In general, to have and exercise all powers conferred by the laws of the State of Florida upon professional limited liability companies and professional service corporations, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

#### **ARTICLE V – Management**

The professional limited liability company shall be managed by a manager or managers, and the names and addresses of the manager or managers of the professional limited liability company shall be maintained by the professional limited liability company and kept with its business records. **The name and address of the initial manager are Kerry E. Reller, M.D., 708 Druid Rd., Clearwater, FL 33756.**

#### **ARTICLE VI - Membership Units**

The total number of membership units authorized to be issued by the professional limited liability company shall be 10,000 membership units, par value \$.01, which shall represent membership interests in the professional limited liability company. Each issued membership unit shall entitle the holder thereof to one (1) vote at any meeting of the members. All or any part of said membership units may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the manager or managers of the professional limited liability company at a meeting called for such purposes. All membership units then issued shall be paid for and shall be nonassessable.

#### **ARTICLE VII - Members**

The name and address of each member of the professional limited liability company shall be maintained by the professional limited liability company and kept with its business records.

#### **ARTICLE VIII - Admission of Additional Members**

The member or members may admit additional members in accordance with the operating agreement pertaining to the Company. However, no individual may be admitted as a member unless such individual is duly licensed and otherwise legally authorized to render medical services as a physician, a doctor of medicine, or an osteopathic physician, and no entity may be admitted as a member unless such entity is a professional service corporation or a professional limited liability company that is duly licensed or otherwise legally authorized to render medical services through one or more duly licensed physicians, doctors of medicine, or osteopathic physicians.

#### **ARTICLE IX - Ownership**

The membership interest of each member of the professional limited liability company shall be in accordance with the membership or ownership certificates issued by the professional limited liability company. No member of the professional limited liability company shall enter into any

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type of agreement vesting another individual or entity with the authority to exercise any of that member's voting rights or powers in the professional limited liability company.

**ARTICLE X – Right of Members to Continue Business**

The remaining member or members of the professional limited liability company, if any, shall be entitled to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the professional limited liability company.

**ARTICLE XI - Registered Agent and Registered Office**

The registered agent of, and the street address of the registered office of, the professional limited liability company shall be:

Christopher H. Norman, Esq.  
315 S. Hyde Park Avenue  
Tampa, FL 33606

**ARTICLE XII – Acceptance of Registered Agent**

*Having been named as registered agent and to accept service of process for the above-named professional limited liability company at the place designated in Article XI above, 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.*



Christopher H. Norman, Esq.

IN WITNESS WHEREOF, the undersigned representative has executed these Articles of Organization, and hereby acknowledges that the facts stated herein are true.



Christopher H. Norman, Esq.

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