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(City/State/Zip/Phone #)

☐ PICK-UP

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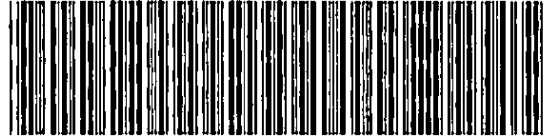
\_\_\_\_\_  
(Business Entity Name)

\_\_\_\_\_  
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

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(S)

NOTARIAL PUBLIC

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## COVER LETTER

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** Aeromedical Solutions, PLLC

(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:

Steven Wallace, Esq.

(Contact Person)

Ward Damon

(Firm/Company)

4420 Beacon Circle

(Address)

West Palm Beach, Florida 33407

(City, State and Zip Code)

swallace@warddamon.com

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

For further information concerning this matter, please call:

Steven E. Wallace, Esq.

at ( 561 ) 842-3000

(Name of Contact Person)

(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

**Mailing Address:**

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

**Street Address:**

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

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2022 MAR 15 PM 9:50  
Tallahassee, Florida

**Articles of Conversion**  
For  
**"Other Business Entity"**  
Into  
**Florida Limited Liability Company**

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

1. The name of the "Other Business Entity" immediately prior to the filing of the Articles of Conversion is:  
Aeromedical Solutions, PLC

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a Professional Limited Liability Company  
(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Iowa  
(Enter state, or if a non-U.S. entity, the name of the country)

on September 28, 2020  
(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**:  
Aeromedical Solutions, PLLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: March 1, 2022

(The effective date: Cannot be prior to date of receipt or filed date nor more than 90 calendar days after the date this document is filed by the Florida Department of State.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

5. The plan of conversion has been approved in accordance with all applicable statutes.

6. 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.

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TALLAHASSEE, FLORIDA

Signed this 7<sup>th</sup> day of March 2022

**Signature of Authorized Representative of Limited Liability Company:**

Signature of Authorized Representative: [Signature]

Printed Name: Suzanne N. Kersbergen

Title: Manager

**Signature(s) on behalf of Other Business Entity: [See below for required signature(s)]**

Signature: [Signature]

Printed Name: Suzanne N. Kersbergen

Title: Manager

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_

Title: \_\_\_\_\_

**If Florida Corporation:**

Signature of Chairman, Vice Chairman, Director, or Officer.

If Directors or Officers have not been selected, an Incorporator must sign.

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of ALL General Partners.

**All others:**

Signature of an authorized person.

**Fees:**

Articles of Conversion: \$25.00

Fees for Florida Articles of Organization: \$125.00

Certified Copy: \$30.00 (Optional)

Certificate of Status: \$5.00 (Optional)

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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - Name:

The name of the Limited Liability Company is:

Aeromedical Solutions, PLLC

(Must contain the words "Limited Liability Company," "L.L.C.," or "LLC.")

## ARTICLE II - Address:

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

### Principal Office Address:

2061 NW 2nd Avenue

Suite 102

Boca Raton, Florida 33431

### Mailing Address:

2061 NW 2nd Avenue

Suite 102

Boca Raton, Florida 33431

## ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

The name and the Florida street address of the registered agent are:

Suzanne N. Kersbergen

Name

2061 NW 2nd Avenue, Suite 102

Florida street address (P.O. Box **NOT** acceptable)

Boca Raton

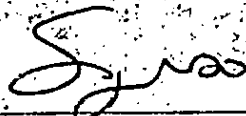
City

FL 33431

Zip

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CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

*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.*



Registered Agent's Signature (REQUIRED)

(CONTINUED)

**ARTICLE IV-**

The name and address of each person authorized to manage and control the Limited Liability Company:

**Title:**

"AMBR" = Authorized Member

"MGR" = Manager

MGR

**Name and Address:**

Suzanne N. Kersbergen

2061 NW 2nd Avenue, Suite 102

Boca Raton, Florida 33431

(Use attachment if necessary)

**ARTICLE V: Other provisions, if any.**

The purpose of this Professional Limited Liability Company is the practice of medicine in the State of Florida and other jurisdictions where the Member(s) are licensed to practice medicine as well as other business permitted under Florida law.

**REQUIRED SIGNATURE:**

**Signature of a member or an authorized representative of a member**

This document is executed in accordance with section 605.0203 (1) (b), Florida Statutes. 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.

Suzanne Kersbergen DO

Typed or printed name of signee

**Filing Fees**

\$125.00 Filing Fee for Articles of Organization and Designation of Registered Agent

\$30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)

**PLAN OF CONVERSION FOR  
AEROMEDICAL SOLUTIONS, PLC**

FILED  
2022 MAR 15 PM 9:50  
CLERK OF SUPERIOR COURT  
JANET L. LUNDY

**1. The Company**

Aeromedical Solutions, PLC (the "Company") is a professional limited liability company ("LLC") that is duly organized, validly existing, and in good standing under the Iowa Revised Uniform Limited Liability Company Act (the "IA Act") and the laws of the State of Iowa. The Company is operating under the Articles of Organization filed with the Secretary of State of Iowa on September 28, 2020. The Iowa Secretary of State's file number for the Company is 642954.

**2. The Conversion**

The Members of the Company desire to convert the Company into a Florida limited liability company, to be known as Aeromedical Solutions, PLLC (the "Conversion") pursuant to this Plan of Conversion (the "Plan") as authorized under the Florida Revised Limited Liability Company Act (the "Act"). The Company (the "Converted Entity") will be organized under the laws of the State of Florida, including the Act. The Member qualifies to be a Professional Limited Liability Company in the State of Florida as she is licensed to practice medicine in the State of Florida.

**3. Name, Address and Registered Agent of Converted Entity**

Converted Entity will operate under the name of Aeromedical Solutions, PLLC. The mailing and street address of the principal office and the Florida office of the Converted Entity will be 2061 NW 2nd Avenue, Suite 102, Boca Raton, Florida 33431. The registered agent for service of process on Converted Entity will be Suzanne N. Kersbergen, be 2061 NW 2nd Avenue, Suite 102, Boca Raton, Florida 33431.

**4. Terms of Conversion**

Upon the Effective Date (as defined below), each issued and outstanding one (1) percent Membership Interest of the Company shall be exchanged and/or substituted for one (1) per cent of

the Converted Entity, subject to the rights and/or restrictions of the Certificate of Organization, as amended. The Membership Certificates issued will be deemed authorized, fully paid and non-assessable. The Members shall, upon request by the Company or the Converted Entity, deliver such assignments, certificates and other documents as may be necessary in order to effect the aforementioned conversion of its ownership interests. "Converted 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, Florida Statutes.

#### **5. Continuation of Business and Governing Documents**

From and after the Effective Date, the business of the Company will continue to be carried on by Converted Entity and all the rights and property of the Company will be vested in the Converted Entity. All debts, liabilities, and obligations of the Company shall continue as debts, liabilities, and obligations of the Converted Entity. All holders of interests in Converted Entity will be bound by the terms of the Articles of Organization, and any Amendments thereto, of Converted Entity, copies of which are attached hereto and made a part of this Plan.

#### **6. Approval of Plan and Dissenting Shareholder's Procedures**

The principal terms of this Plan have been approved by the Members of the Company which vote equaled or exceeded the vote required under the IA Act and the applicable provisions of the Articles of Organization of the Company and Operating Agreement of the Company, if any. There were no dissenting Members in the approval of the Conversion within the period specified in the Act and therefore no dissenter's rights were exercised.

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CLERK OF DISTRICT COURT  
JACKSONVILLE, FLORIDA

**7. Purpose**

The purpose of the Converted Entity is the practice of medicine in the State of Florida and such other jurisdictions that Members or Managers are authorized to practice medicine as well as such other business as is authorized under law.

**8. Further Actions; Effective Date; and Termination**

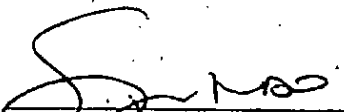
The Company and Converted Entity shall take all such further actions as may be required to complete the Conversion, including the filing of a Certificate of Conversion (the "Conversion Certificate") with the Florida Secretary of State as required under the Act and the execution of all documents necessary to transfer the legal rights of the Company to the Converted Entity (including all required filings and notices with state and local authorities). The Conversion shall be effective on the date that the Conversion Certificate is accepted for filing by the Florida Secretary of State (the "Effective Date"). This Plan may be abandoned at any time prior to the Effective Date by the Members of the Company if they determine for any reason whatsoever that the Conversion contemplated herein is not advisable.

Executed as of March 1, 2022, at Boca Raton, Florida.

**Aeromedical Solutions, PLC, a New Jersey Professional Limited Liability Company**

By:   
Suzanne N. Kersbergen, Manager

**Aeromedical Solutions, PLC, a Florida Professional Limited Liability Company**

By:   
Suzanne N. Kersbergen, Manager

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2022 MAR 15 PM 9:51  
BOKA RATON, FLORIDA