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FLORIDA LIMITED LIABILITY CO.

Fishman Pediatric Dentistry - Atlantic Beach, PLLC

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FLORIDA DIVISION OF CORPORATIONS
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RS

ARTICLES OF ORGANIZATION
of
FISHMAN PEDIATRIC DENTISTRY - ATLANTIC BEACH, PLLC

The undersigned, a dentist duly licensed to render professional services as such in the State of Florida, hereby makes, subscribes, acknowledges and files these Articles of Organization to form a professional limited liability company in accordance with the Professional Service Corporation and Revised Professional limited liability Company Act and other laws of the State of Florida.

ARTICLE I
NAME

The name of the professional limited liability company shall be Fishman Pediatric Dentistry - Atlantic Beach, PLLC (the "*Company*"). The mailing and street address of the principal office of the Company shall be 552 Jacksonville Drive, Jacksonville Beach, Florida 32250.

ARTICLE II
PURPOSES AND POWERS

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

(a) to engage in every aspect in the practice of pediatric dentistry and all its fields of specializations as are usually engaged in by dentists;

(b) to engage and render the professional services involved only through its officers, agents and employees who shall be dentists in good standing and duly licensed or otherwise legally authorized within the State of Florida to render the same professional service as this Company;

(c) to invest its funds in real estate, mortgages, stocks, bonds or any other type of investments and to own real and personal property necessary for the rendering of the above-described professional services; and

(d) to do all and everything necessary and proper for the accomplishment of any of the purposes or the attaining of any of the objects or the furtherance of any of the purposes enumerated in these Articles of Organization or any amendments thereof, and either alone or in association with other corporations, firms or individuals, to carry on any lawful pursuit necessary or incidental to the accomplishment of the purposes and objects of this Company.

The foregoing enumeration of objects and purposes shall not be held to limit or restrict in any manner the purposes of this Company otherwise permitted by law.

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**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent in the State of Florida are Ross Fishman, 552 Jacksonville Drive, Jacksonville Beach, Florida 32250.

**ARTICLE IV
ADMISSION OF MEMBERS**

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company. Each member must be duly licensed or otherwise legally authorized to practice dentistry in the State of Florida. Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have the authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

**ARTICLE V
TERMINATION OF EXISTENCE**

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

**ARTICLE VI
MANAGER**

(a) Number and Qualification. The Company shall be managed by one or more managers and is, therefore, a manager-managed company. Each of the managers shall be of full age and shall be duly licensed or otherwise legally authorized to practice dentistry in the State of Florida. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement.

(b) Initial Manager. The initial manager and address of the manager of the Company shall be Ross Fishman, 552 Jacksonville Drive, Jacksonville Beach, Florida 32250.

**ARTICLE VII
DURATION**

This Company shall exist perpetually. Existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of the State of Florida within five (5) business days thereafter, existence shall commence upon filing by the Department of State.

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IN WITNESS WHEREOF, the undersigned made and subscribed these Articles of Organization for the foregoing use and purpose this 1st day of June, 2022.

DocuSigned by:

Ross Fishman

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Ross Fishman, as Authorized Representative

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of the Florida Statutes, Fishman Pediatric Dentistry - Atlantic Beach, PLLC, a Florida professional limited liability company (the "*Company*"), submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the Company is Fishman Pediatric Dentistry - Atlantic Beach, PLLC.
2. The name and address of the registered agent and office are Ross Fishman, 552 Jacksonville Drive, Jacksonville Beach, Florida 32250.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the 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 the Professional Service Corporation and Revised Limited Liability Company Act of the Florida Statutes.

DATED: This 1st day of June, 2022.

DocuSigned by:

Ross Fishman

714AC4B2AC1440D

Ross Fishman, as Registered Agent