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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

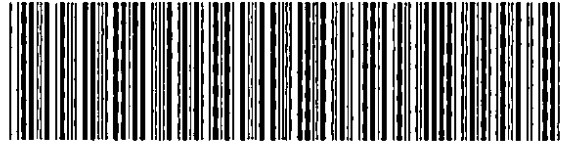
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S. CHATHAM
DEC 13 2022

SECRET
NO FORN DISSEM
12-13-22

2022 DEC -7 PM 4:08



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 8, 2022

COGENCY GLOBAL, INC.

SUBJECT: GAINESVILLE DERMATOLOGY & SKIN SURGERY, PLLC
Ref. Number: W22000151071

We have received your document for GAINESVILLE DERMATOLOGY & SKIN SURGERY, PLLC. However, the document has not been filed and is being returned for the following:

You must submit Articles of Organization for the resulting Florida limited liability company along with the Articles of Conversion. The Articles of Organization must be signed by a member or an authorized representative of a member.

If you have any further questions concerning your document, please call (850) 245-6052.

Summer Chatham
Regulatory Specialist II
New Filing Section

Letter Number: 022A00027215



115 N CALHOUN ST., STE. 4
TALLAHASSEE, FL 32301
P: 866.625.0838
F: 866.625.0839
COGENCYGLOBAL.COM

Account#: I20000000088

Date: 12/12/2022

Name: Janelle Davis

Reference #: 1856789

Entity Name: GAINESVILLE DERMATOLOGY & SKIN SURGERY, PLLC

☒ Articles of Incorporation/Authorization to Transact Business

☐ Amendment

☐ Change of Agent

☐ Reinstatement

☒ Conversion

☐ Merger

☐ Dissolution/Withdrawal

☐ Fictitious Name

☐ Other _____

Authorized Amount: \$150.00

Signature: Janelle Davis

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:
Gainesville Dermatology & Skin Surgery, P.A. (P99000055624)

(Enter Name of Other Business Entity)

2. The "Other Business Entity" is a professional service corporation

(Enter entity type. Example: corporation, limited partnership, general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of Florida

(Enter state, or if a non-U.S. entity, the name of the country)

on June 16, 1999

(date of organization, formation or incorporation)

3. The name of the Florida Limited Liability Company as set forth in the **attached Articles of Organization**
Gainesville Dermatology & Skin Surgery, PLLC

(Enter Name of Florida Limited Liability Company)

4. If not effective on the date of filing, enter the effective date: _____

(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 which such members are entitled under ss. 605.1006 and 605.1061-605.1072, F.S.

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SECRET

ARTICLES OF ORGANIZATION
of
GAINESVILLE DERMATOLOGY & SKIN SURGERY, PLLC

The undersigned, a dermatologist 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 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 Gainesville Dermatology & Skin Surgery, PLLC (the "*Company*"). The mailing and street address of the principal office of the Company shall be 114 NW 76th Drive, Gainesville, Florida 32607.

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 dermatology and all its fields of specializations as are usually engaged in by practicing dermatologists;
- (b) to engage and render the professional services involved only through its officers, agents and employees who shall be dermatologists 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.

100-443887-100

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent in the State of Florida are Anthony Aulisio and 114 NW 76th Drive, Gainesville, Florida 32607.

**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 as a dermatologist in the State of Florida.

**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
MANAGERS**

The Company shall be managed by one or more managers and is, therefore, a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement. The name and address of the managers shall be:

Anthony Aulisio
114 NW 76th Drive
Gainesville, Florida 32607

Keith Whitmer
114 NW 76th Drive
Gainesville, Florida 32607


Miranda Whitmer
114 NW 76th Drive
Gainesville, Florida 32607

**ARTICLE VII
DURATION AND COMMENCEMENT**

The Company shall exist perpetually. The Company's existence shall be effective as of 12:01 a.m. on January 1, 2022 for internal purposes, but shall commence on the date these Articles of Organization are filed by the Department of State of the State of Florida.

FILED
JAN 12 2022
CLERK OF THE
COURT
STATE OF FLORIDA
GAINESVILLE

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

DocuSigned by:

 527EA21176CF434

 Anthony Aulizio, as Authorized
 Representative

100-11211-1

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

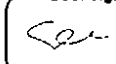
Pursuant to the provisions of the Florida Statutes, Gainesville Dermatology & Skin Surgery, PLLC, a Florida professional limited liability company (the "*Company*"), submits the following statement in designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the Company is Gainesville Dermatology & Skin Surgery, PLLC.
2. The name and address of the registered agent and office are Anthony Aulisio and 114 NW 76th Drive Gainesville, Florida 32607.

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 Florida Revised Limited Liability Company Act.

DATED: This 1st day of January, 2022.

DocuSigned by:

By: 837EA2713CCE431
Anthony Aulisio, as Registered Agent

01/03/22 15:29:11
DocuSign
Envelopes