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Name:	Gulfcoast Sp	ine Institute, Inc.	
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Order #:	14697789		
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Availability Document Examiner Updater Verifier W.P. Verifier Ref#	Amount: \$	180.00 Thank you!	

ARTICLES OF CONVERSION FOR FLORIDA CORPORATION INTO FLORIDA LIMITED LIABILITY COMPANY

These Articles of Conversion, together with the Articles of Organization attached hereto as <u>Exhibit A</u>, are submitted to convert **Gulfcoast Spine Institute**, Inc., a Florida corporation, into a Florida limited liability company in accordance with § 605.1045 of the Florida Statutes (the "Florida Statutes").

- 1. The name of the converting entity immediately prior to the filing of the Articles of Conversion is **Gulfcoast Spine Institute**, Inc.
- 2. The converting entity is a corporation first incorporated under the laws of Florida on April 10, 2003.
- 3. The name of the converted entity as set forth in the attached Articles of Organization is Gulfcoast Spine Institute, LLC.
- 4. The converting entity is converting into a Florida limited liability company in compliance with Chapters 605 and 607 of the Florida Statutes.
- 5. The Alan of Conversion was approved in accordance with all applicable statutes.
- 6. The effective date and time of the conversion shall be December 31, 2022 at 11:59:59 p.m. Eastern Standard Time.
- 7. The converted entity has agreed to pay to any members having appraisal rights the amount to which such members are entitled under §§ 605.1006 and 605.1061 through 605.1072 of the Florida Statutes.

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IN WITNESS WHEREOF, the undersigned have executed these Articles of Conversion on December 27, 2022.

Signature of Authorized Representative of Converted Entity:

GULFCOAST SPINE INSTITUTE, LLC, a Florida limited liability company

OccuSigned by: Bv

James J. Ronzo Authorized Representative

Signature on behalf of Converting Entity:

GULFCOAST SPINE INSTITUTE, INC., a Florida corporation

OccuSigned by: By James J. Ronzo

James J. Ron President



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<u>Exhibit A</u>

Articles of Organization of Converted Entity



ARTICLES OF ORGANIZATION

OF

GULFCOAST SPINE INSTITUTE, LLC

1. <u>Name</u>. The name of this limited liability company is **GULFCOAST SPINE INSTITUTE**, **LLC** (the "Company").

2. <u>Purpose</u>. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

3. <u>Mailing and Principal Address</u>. The Company's mailing address is 4211 W. Boy Scout Road, Suite 400, Tampa, Florida 33607. The Company's principal office address is 4211 W. Boy Scout Road, Suite 400, Tampa, Florida 33607.

4. <u>Registered Agent and Office</u>. The name of the initial registered agent of the Company is James J. Ronzo. The street address of the initial registered agent of the Company is 4211 W. Boy Scout Road, Suite 400, Tampa, Florida 33607.

5. <u>Management of the Company</u>. The management of the Company shall be vested in the managers of the Company, and the Company shall be a manager-managed limited liability company as such term is defined in Chapter 605 of the laws of the State of Florida (the "Act"). The initial managers of the Company and the address of the initial managers are as follows:

Name		Address	
James J. Ror	zo	4211 W. Boy Scout Road Suite 400 Tampa, Florida 33607	CINISIO 22 DEC
Frank S. Bor	00	4211 W. Boy Scout Road Suite 400 Tampa, Florida 33607	28 PH 3.

6. <u>Operating Agreement</u>. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

7. <u>Waiver of Appraisal Rights</u>. The members of the Company shall not have, and by their acceptance of any membership interest in the Company each member agrees that they shall not have, and shall be deemed to have waived, any appraisal rights and rights to obtain payment of the fair value of a member's membership interest and/or membership rights (collectively, the "Appraisal Rights") provided in Section 605.1006 of the Act, its successor provisions or otherwise in any one or more of the events described in Section 605.1006(1) of the Act and/or its successor provisions (the "Triggering Events"). Further, Appraisal Rights shall not be available

to any member with respect to any and all Triggering Events that may occur during the term of the Company, and each member shall be deemed to have expressly authorized the elimination of such Appraisal Rights and agreed and acknowledged that this clause constitutes an express waiver and elimination of all Appraisal Rights for purposes of Section 605.1006(2) of the Act.

The undersigned executed these Articles of Organization on the 27th day of December, 2022.

In accordance with Section 605.0203(1)(b), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

ocuSigned by

JAMES J. RONZO Authorized Representative of Member

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position as provided for in the Act, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the undersigned's duties.

MEST RONZO

Dated: December 27, 2022

