

L23000136732

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

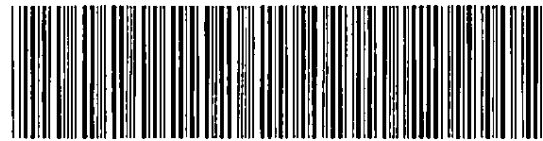
(Document Number)

Copies _____

Certificates of Status _____

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Holland & Knight

Requester's Name
315 South Calhoun Street, suite 600

Address
Tallahassee, FL 32301 (850)425-5686

City/State/Zip

Phone #

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Port Orange Endoscopy & Surgery Center, Inc
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS

☐ Profit

☐ Not for Profit

☒ Limited Liability

☐ Domestication

☒ Other Conversion

AMENDMENTS

☐ Amendment

☐ Resignation of R.A., Officer/Director

☐ Change of Registered Agent

☐ Dissolution/Withdrawal

☐ Merger

OTHER FILINGS

☐ Annual Report

☐ Fictitious Name

REGISTRATION/QUALIFICATION

☐ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Trademark

☐ Other

Examiner's Initials

**ARTICLES OF CONVERSION
FOR
"OTHER BUSINESS ENTITY"
INTO
FLORIDA LIMITED LIABILITY COMPANY**

This 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 this Certificate of Conversion is Port Orange Endoscopy & Surgery Center, Inc.
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on July 21, 2004.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is Port Orange Endoscopy & Surgery Center, LLC.
4. This Articles of Conversion is effective on March 27, 2023.
5. The plan of conversion has been approved in accordance with ss. 605.1041-605.1046.

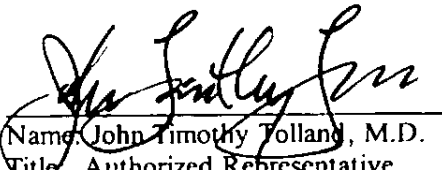
Signed this 24th day of March, 2023.

Signature on behalf of Other Business Entity:

By: 

Name: John Timothy Tolland, M.D.
Title: President

Signature of Authorized Representative of the Limited Liability Company:


Name: John Timothy Tolland, M.D.
Title: Authorized Representative

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**ARTICLES OF ORGANIZATION
OF
PORT ORANGE ENDOSCOPY & SURGERY CENTER, LLC**

The undersigned, being a duly authorized representative of the sole member (the "Member") of Port Orange Endoscopy & Surgery Center, LLC (the "Company"), desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 605, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the Company is Port Orange Endoscopy & Surgery Center, LLC

**ARTICLE II
ADDRESS**

The principal and mailing address of the Company is:

550 Memorial Circle
Suite G
Ormond Beach, FL 32174

**ARTICLE III
REGISTERED AGENT AND OFFICE**

The Company designates 900 Hope Way, Altamonte Springs, FL 32714 as the street address of the initial registered office of the Company and names Jeff Bromme as the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE IV
DURATION AND CONTINUATION**

The period of the Company's duration shall commence with the filing of these Articles of Organization with the Secretary of State, and shall continue perpetually, unless terminated in accordance with the Revised Florida Limited Liability Act, as amended from time to time.

**ARTICLE V
MANAGEMENT**

The Company shall be conducted, carried on, and managed by at least one (1) Manager and is, therefore, a manager-managed Company. The names and addresses of the initial persons authorized to manage and control the Company are:

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<u>Titles</u>	<u>Name and Address:</u>
Manager and President	John Timothy Tolland, M.D. 5 Broadriver Ormond Beach, FL 32174
Manager and Vice President	Andrew H. Ritter, M.D. 24 Iroquois Trail Ormond Beach, FL 32174
Manager and Secretary / Treasurer	Kathleen Williams, M.D. 845 John Anderson Ormond Beach, FL 32174

ARTICLE VI

PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida including activities within the United States and abroad.

ARTICLE VII

ADDITIONAL MEMBERS

Additional Members may be admitted upon the written consent of all of the members of the Company.

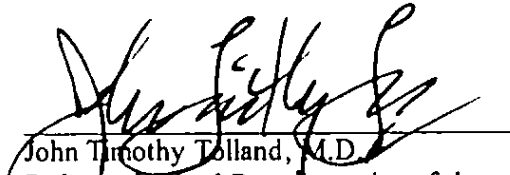
ARTICLE VIII

EFFECTIVE DATE

The effective date of these Articles of Organization is March 27, 2023.

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TALLAHASSEE, FL

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 24th day of March, 2023.


John Timothy Tolland, M.D.
Duly Authorized Representative of the
Member

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for Port Orange Endoscopy & Surgery Center, LLC to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 605, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position on this 24th day of March, 2023.

By: /s/ Jeff Bromme

Name: Jeff Bromme

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