

L23000136759

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

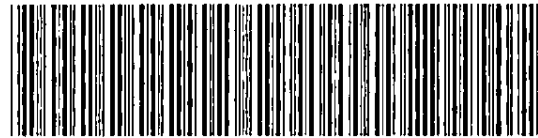
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Certificates of Status \_\_\_\_\_

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SECRETARY OF STATE

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. VESC 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

OTHER FILINGS

- ☐ Annual Report  
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

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

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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 VESC, INC.
2. The "Other Business Entity" is a corporation first organized, formed or incorporated under the laws of Florida on December 17, 1996.
3. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization is VESC, 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.

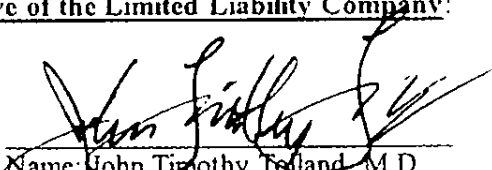
Signature on behalf of Other Business Entity:

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

**ARTICLES OF ORGANIZATION  
OF  
VESC, LLC**

The undersigned, being a duly authorized representative of the sole member (the "Member") of VESC, 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 VESC, 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**

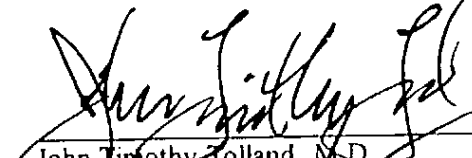
Additional Members may be admitted upon the written consent of all of the members of the Company.

#### **ARTICLE VIII** **EFFECTIVE DATE**

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

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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 VESC, 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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