

29500000799

FILED
95 OCT 23 PM 3:53
TALLAHASSEE, FLORIDA

(Requestor's Name) CORPORATE ACCESS INC.
1116-D THOMASVILLE RD
(Address) TALLAHASSEE, FL 32303
(904) 222-2666
(City, State, Zip) (Phone #)

OFFICE USE ONLY

700001621427
-10/26/95--01087--016
****285.00 ****285.00

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

1. Hernando County Physicians Organization, L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

10/23/11:00
CHB

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

RECEIVED
95 OCT 23 AM 9:33
DIVISION OF CORPORATION

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILING _____
R. AGENT _____
C. COPY _____
TOTAL _____
N. BANK _____
BALANCE DUE _____
REFUND _____

Q. BROWN OCT 23 1995

Examiner's Initials

FILED
95 OCT 23 PM 3:53
COLUMBIA/HCA LGL

**ARTICLES OF ORGANIZATION
OF
HERNANDO COUNTY PHYSICIANS ORGANIZATION, L.C.**

ARTICLE ONE

The name of the limited liability company is Hernando County Physicians Organization, L.C. (the "Company"). The Company is a professional limited liability company.

POST OFFICE BOX 550
NASHVILLE, TENNESSEE 37202-0550

ARTICLE TWO

The period of duration of the Company shall be perpetual or until termination of the Company in accordance with the Regulations of the Company.

ARTICLE THREE

The purpose for which the Company is organized is the rendering of professional physicians services and services ancillary to the rendering of such professional physicians services.

ARTICLE FOUR

The address of the initial registered office of the Company is 11371 Cortez Boulevard, Suite 111, Brooksville, Florida, 34613, and the name of its initial registered agent is Brian Roebuck, M.D.

ARTICLE FIVE

The Company is to be managed by one (1) or more managers, as provided in the Regulations of the Company. The initial managers shall consist of six (6) persons who are to serve as managers until the first annual meeting of the members or until their successors are duly elected and qualified. The names and addresses of the initial managers are:

Richard Caradonna, M.D.
11367 Cortez Blvd.
Brooksville, FL 34613

Howard Glicksman, M.D.
11373 Cortez Blvd., Suite 302
Brooksville, FL 34613

Brian Roebuck, M.D.
11371 Cortez Blvd, Suite 111
Brooksville, FL 34613

Jonathan Shaw, M.D.
11371 Cortez Blvd., Suite 118
Brooksville, FL 34613

J. Clark Williams, M.D.
3510 Mariner Blvd.
Spring Hill, FL 34609

Brent Young, M.D.
3071 Commercial Way
Spring Hill, FL 34607

ARTICLE SIX

The name and address of the organizer of the Company is as follows:

Brian Roebuck, M.D.
11371 Cortez Blvd., Suite 111
Brooksville, FL 34613

ARTICLE SEVEN

No manager of the Company shall be personally liable to the Company or any of its members for monetary damages for any act or omission in the manager's capacity as a manager except that this Article Six does not eliminate or limit the liability of a manager for: (1) a breach of a manager's duty of loyalty to the Company or its members; (2) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law; (3) a transaction from which a manager received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the manager's office; or (4) an act or omission for which the liability of a manager is expressly provided for by statute. If the Florida Limited Liability Company Act or the Florida Business Corporation Act (hereinafter referred to collectively as the "Acts") hereafter are amended to authorize the further elimination or limitation of the liability of managers, then the liability of a manager of the Company, in addition to the limitation on personal liability provided herein, shall be

limited to the fullest extent permitted by the amended Acts. No amendment to or repeal of this Article Seven shall apply to or have any effect on the liability or alleged liability of any manager of the Company for or with respect to any acts or omissions of such manager occurring prior to such amendment or repeal.

ARTICLE EIGHT

The Company shall maintain its own separate and distinct books of account and Company records. All Company formalities, including the maintenance of current minute books, shall be maintained by the Company and the Company shall maintain separate financial statements, books and records from any other Party and shall cause its financial statements to be prepared in accordance with generally accepted accounting principles in a manner that indicates the separate existence of the Company and its assets and liabilities. The Company shall not commingle its assets with any other Party (including through the maintenance of a separate bank account).

ARTICLE NINE

Members of the Company shall be persons acquiring a membership interest in the Company. The powers, designation, preferences and relative rights and the qualifications, limitations and restrictions of the members are contained in the Regulations of the Company.

IN WITNESS WHEREOF, I have hereunto set my hand this 16 day of OCTOBER, 1995.

Man Mohan
Organizer

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Hernando County Physicians Organization, L.C. deposes and says:

1. the above named limited liability company has at least two members.

2. the total amount of cash contributed by the member(s) is \$ 3,000.

3. if any, the agreed value of property other than cash contributed by member(s) is \$ n/a. A description of the property is attached and made a part hereto.

4. the total amount of cash or property anticipated to be contributed by member(s) is \$ 50,000. This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes,
the execution of this affidavit constitutes as a
affirmation under the penalties of perjury
that the facts stated herein are true.)

FILING FEE: \$ 250 for Articles of Organization and Affidavit

h:\vbraswell\affmember.po

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.


1. The name of the limited liability company is: Hernando County Physicians Organization, L.C.
2. The name and address of the registered agent and office is:

Dr. Brian Roebuck
(Name)

11371 Cortez Boulevard, Suite 111
(P.O. Box not acceptable)

Brooksville, Florida 34613
(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated limited liability 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.


(Signature)

OCTOBER 16, 1995
(Date)

FILING FEE: \$ 35 for Designation of Registered Agent