

L96 0000000397

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

900001751209  
-03/20/96--01081--001  
\*\*\*\*285.00 \*\*\*\*285.00

SUBJECT: MED Resource LLC  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

252.00  
LLC  
+ /

FROM:

Ronald D Lovell

Name (Printed or typed)

103 River Heights Dr

Address

Cocoa FL 32922

City, State & Zip

407-636-0775

Daytime Telephone number

RECEIVED  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

96 APR - 1 AM 7:27

FILED

NOTE: Please provide the original and one copy of the articles.

W96-7076  
SMB  
4/9/96

ARTICLES OF ORGANIZATION  
OF  
MED RESOURCE, L.C.

FILED  
96 APR -1 AM 7:27  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be MED RESOURCE, L.C., (hereinafter called "Company"). The principal place of business of the Company in Florida shall be in Brevard County.

ARTICLE II - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company shall exist, unless the Company is dissolved as provided in these Articles of Organization.

ARTICLE III - PURPOSES AND POWER

The general purpose for which the Company is organized is to: design, construct, own, use, buy, sell, lease, hire, deal in and with articles of property of all kinds, render services of all kinds, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida and principal office is:

Douglas R. Lupisell  
6901 S.W. 6th Street  
Hollywood, FL 33023

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A".

#### ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

#### ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members.

A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the members proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

#### ARTICLE VIII - TERMINATION OF EXISTENCE

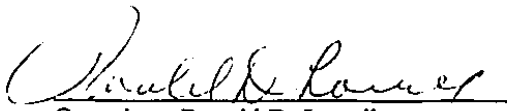
The Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two members.

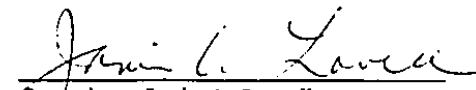
#### ARTICLE IX - MANAGEMENT

The Company shall be managed by a manager (or managers) in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager (or managers) of the Company is:

Ronald D. Lovell and Janis A. Lovell  
(address) 103 River Heights Drive  
Cocoa, FL 32922

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Cocoa, Florida, for the foregoing uses and purpose, this 15<sup>th</sup> day of February, 19 76.

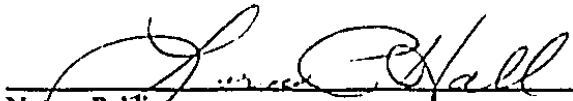
  
Organizer, Ronald D. Lovell

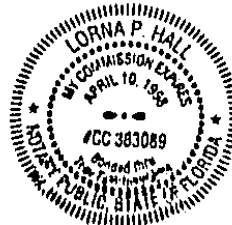
  
Organizer, Janis A. Lovell

STATE OF FLORIDA  
COUNTY OF BREVARD

Before me personally appeared the above named organizers, to me well known to be the organizers of the above limited liability company and who subscribed the above Articles of Organization, and they each freely and voluntarily acknowledged before me according to law that they make the same for the uses and purposes mentioned and set forth in it.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal this 4<sup>th</sup> day of April, 19 96.

  
\_\_\_\_\_  
Notary Public  
Printed Name Lorna P Hall  
My Commission Expires:



## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

MED RESOURCE, L.C.

(must include suffix)

2. The name and address of the registered agent and office is:

DOUGLAS RAY LUPISSELL

(Name)

6901 S.W. 6 STREET

(Street address - P. O. Box not acceptable)

PEMBROKE PINES, FL 33023

(City/State/Zip)

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 APR - 1 AM 7:27

FILED

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

Douglas Ray Lupisell

(Signature)

15 MARCH 1996

(Date)

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members, or authorized representative of a member, MED RESOURCE, 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 each member is \$2,000.00;
3. If any, the agreed value of property other than cash contributed by each member is \$0.00. A description of the property is attached and made a part hereto; and
4. The total amount of cash or property anticipated to be contributed by each member is \$4,000.00. This total includes amounts from numbers 2 and 3 above.

  
Organizer, Ronald D. Lovell

  
Organizer, Janis A. Lovell

EXHIBIT "A"

CAPITAL CONTRIBUTIONS BY MEMBERS

<u>ORGANIZER</u>	<u>CONTRIBUTION</u>
Ronald D. Lovell.....	\$2,000.00
Janis A. Lovell.....	\$2,000.00