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ACCOUNT NO. : 072100000032

REFERENCE : 924643 4332563

AUTHORIZATION :

COST LIMIT : \* PREPAID

ORDER DATE : April 19, 1996

ORDER TIME : 9:41 AM

ORDER NO. : 924643

CUSTOMER NO: 4332563

CUSTOMER: Margee Ryder, Legal Assistant  
OLLE, MACAULAY & ZORRILLA,  
P.A.  
1402 Miami Center  
201 South Biscayne Boulevard  
Miami, FL 33131

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*2nd*

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DOMESTIC FILING

NAME: THE BONE MARROW TRANSPLANT  
CENTER AT BAPTIST HOSPITAL OF  
PENSACOLA, L.C.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY  
☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

4/19/96  
*TD*

RECEIVED  
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DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION  
OF  
THE BONE MARROW TRANSPLANT CENTER AT  
BAPTIST HOSPITAL OF PENSACOLA, L.C.

4/18/96  
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APR 19 PM 12:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this Limited Liability Company is THE BONE MARROW TRANSPLANT CENTER AT BAPTIST HOSPITAL OF PENSACOLA, L.C.

ARTICLE II  
DURATION AND COMMENCEMENT OF EXISTENCE

This Limited Liability Company shall have a perpetual existence and the existence shall commence upon the date of execution hereof.

ARTICLE III  
BUSINESS ADDRESS

The mailing and street address of the principal office of the Limited Liability Company is 200 New Town Corporate Center, 4491 South State Road #7, Fort Lauderdale, Florida 33314.

ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this Limited Liability Company shall be Olle, Macaulay & Zorrilla, P.A., 1402 Miami Center, 201 South Biscayne Boulevard, Miami, Florida 33131, and the initial registered agent of this Limited Liability Company is

Dennis J. Ollo, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes, as amended from time to time, with respect to keeping an office open for service of process.

**ARTICLE V**  
**ADMISSION OF NEW MEMBERS**

The admission of new Members shall be as provided in the Member's Operating Agreement of The Bone Marrow Transplant Center At Baptist Hospital Of Pensacola, L.C.

**ARTICLE VI**  
**DISSOLUTION; WINDING UP; LIQUIDATION**

A. **Dissolution.** The Limited Liability Company shall be dissolved on the happening of any of the following events:

1. Death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

B. **Right to Continue Business.** The remaining Members of the Limited Liability Company shall have the right to continue the business upon the dissolution of the Limited Liability Company, or occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company. The exercise of this right to continue shall be by Notice by any one or more Member (representing at least a majority of the interests in the Limited Liability Company) to the remaining Members within thirty (30) days after dissolution as described in subsection A of this Article.

## ARTICLE VII

### MANAGEMENT

The Limited Liability Company shall be managed by its Members, whose respective names and addresses are as follows:

AOS Of Pensacola, Inc.,  
a Florida corporation  
200 New Town Corporate Center  
4491 South State Road #7  
Fort Lauderdale, Florida 33314

Baptist Hospital of Pensacola,  
a Florida Hospital  
1000 West Moreno Street  
Pensacola, Florida

## ARTICLE VIII

### RESTRICTION OF TRANSFER

No Member may sell, assign, transfer, pledge, hypothecate, encumber or otherwise dispose of any interest in the Limited Liability Company without the prior written consent of all other Members, except as provided in the Member's Operating Agreement of The Bone Marrow Transplant Center At Baptist Hospital of Pensacola, L.C., as it may be amended from time to time.

## ARTICLE IX

### INDEMNIFICATION

The Limited Liability Company may indemnify, to the full extent permitted by law, any person who is the proper subject of indemnification.

IN WITNESS WHEREOF, the undersigned, DENNIS J. OLLE, ESQ., of OLLE, MACAULAY & ZORRILLA, P.A., counsel to and authorized representative of AOS of Pensacola, Inc., a Florida corporation and a Member of the Limited Liability Company, has executed the Articles of Organization effective this 18th day of April, 1996.

Dennis J. Olle  
DENNIS J. OLLE, ESQ., Counsel to  
and Authorized Representative of  
AOS of Pensacola, Inc.

STATE OF FLORIDA )  
                              ) SS:  
COUNTY OF DADE )

The foregoing Articles of Organization of The Bone Marrow Transplant Center At Baptist Hospital of Pensacola, L.C. were acknowledged before me this 18th day of April, 1996, by Dennis J. Olle, as Authorized Representative of AOS of Pensacola, Inc., who is personally known to me.

Margaret O'D. Ryder  
Margaret O'D. Ryder  
Notary Public, State of Florida

My Commission Expires:



(Seal)

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for The Bone Marrow Transplant Center At Baptist Hospital of Pensacola, L.C. at the place designated in the Articles of Organization, Dennis J. Olle is familiar with and accepts the obligations of that position, and agrees to act in this capacity, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Date: April 18, 1996

Dennis J. Olle  
Dennis J. Olle

AFFIDAVIT OF MEMBER

STATE OF FLORIDA )  
                          : SS:  
COUNTY OF DADE )

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95 APR 15 PM 12:04  
TALLAHASSEE, FLORIDA


The undersigned Affiant, being the legal counsel and authorized representative of AOS Of Pensacola, Inc., a Florida corporation and a Member of The Bone Marrow Transplant Center At Baptist Hospital Of Pensacola, L.C., a Florida limited liability company (the "Company"), hereby deposes and says:

1. Affiant is the legal counsel and authorized representative of a Member of the Company;
2. The Company has at least two Members; and
3. The amount anticipated to be contributed by the Members is as follows:

<u>Name of Member</u>	<u>Amount to be Contributed</u>
AOS Of Pensacola, Inc.	\$100.00
Baptist Hospital of Pensacola	\$100.00

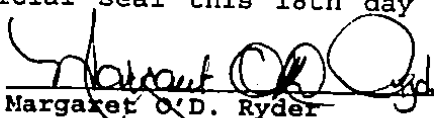
Additional amounts may be contributed by the Members.

FURTHER AFFIANT SAYETH NAUGHT.

  
DENNIS J. OLLE, ESQ., Counsel to  
and Authorized Representative of  
AOS Of Pensacola, Inc.

BEFORE ME, personally appeared Dennis J. Olle, as Authorized Representative of AOS Of Pensacola, Inc., to me personally known, who acknowledged to me that he executed the foregoing Affidavit on behalf of AOS Of Pensacola, Inc.

WITNESS my hand and official seal this 18th day of April, 1996.

  
Margaret O'D. Ryder  
Notary Public, State of Florida  
At Large

My commission expires:  
1542001\CS\AOS.AFF

