

L96000000 D941

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H03000157485 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : HENDERSON, FRANKLIN, STARNES & HOLT, P.A.
Account Number : 075410002172
Phone : (239) 334-4121
Fax Number : (239) 334-4100

LIMITED LIABILITY AMENDMENT

FLORIDA HEART ASSOCIATES, P.L.

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$30.00

03 APR 29 AM 10:52
CLERK OF STATE
FILING

RECEIVED
03 APR 29 AM 10:49
DIVISION OF CORPORATION

4-29-03

04/29/2003,10:46 FAX 239 334 4100

Henderson Franklin

005/005

Department of State 4/29/2003 8:47 PAGE 1/1 RightFAX



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 29, 2003

HENDERSON, FRANKLIN

SUBJECT: FLORIDA HEART ASSOCIATES, P.L.
REF: L96000000941

We have received your electronically transmitted document. However, the document was submitted under the wrong electronic filing type and cannot be processed by this office.

To proceed, you must abandon this filing and resubmit your filing under the appropriate electronic filing type.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist
Amount charged: 43.75

FAX Aud. #: H03000151049
Letter Number: 103A00025855

03/PP 29 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
AND
FILED

FAX AUDIT NO.: H03000157485 1

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
FLORIDA HEART ASSOCIATES, P.L.,
A FLORIDA PROFESSIONAL LIMITED LIABILITY COMPANY**

Pursuant to Section 608.411 of the Florida Statutes, the original Articles of Organization of Florida Heart Associates, P.L., a Florida professional limited liability company, dated as of September 4, 1996, and filed with the Florida Department of State on September 5, 1996, are hereby amended and restated in their entirety as follows:

**ARTICLE 1
NAME**

The name of the company shall be Florida Heart Associates, P.L., a Florida professional limited liability company (the "Company").

**ARTICLE 2
ADDRESS; PRINCIPAL OFFICE**

The mailing and street address of the principal office of the Company is 1550 Barkley Circle, Fort Myers, FL 33907.

**ARTICLE 3
REGISTERED OFFICE AND REGISTERED AGENT**

The name of the registered agent of the Company is Jeffrey H. Rosen, M.D. The street address of the registered agent for service of process is 1550 Barkley Circle, Fort Myers, FL 33907.

**ARTICLE 4
MANAGEMENT**

The Company shall be a member-managed company.

**ARTICLE 5
DURATION**

The Company's existence commenced on September 5, 1996, the date the original Articles of Organization of the Company were filed with the Florida Department of State, and shall continue in effect until it is dissolved upon the occurrence of an event of dissolution described in the Operating Agreement of the Company.

FAX AUDIT NO.: H03000157485 1

03 APR 29 AM 10:52
FILED
AND
SECRETARY OF STATE
TAMM SEPT. 0000

FAX AUDIT NO.: H03000157485 1

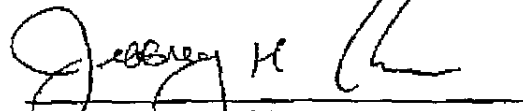
**ARTICLE 6
PURPOSE**

The Company may engage in each and every aspect of the general practice of medicine and such other activities related or incidental thereto, but only through its Members, officers, employees, and agents who are duly licensed or otherwise legally authorized to render such professional services within the state of Florida.

**ARTICLE 7
OPERATING AGREEMENT**

The Members of the Company shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company which may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with applicable law or these Amended and Restated Articles of Organization.

IN WITNESS WHEREOF, the undersigned, being a duly authorized Member of the Company, has caused these Amended and Restated Articles of Organization to be executed as of this ____ day of _____, 2003. These Amended and Restated Articles of Organization were duly executed and are being filed in accordance with Section 608.411 of the Florida Statutes.


Jeffrey H. Rosen, M.D.

FILED
03 APR 29 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO.: H03000157485 1

FAX AUDIT NO.: H03000157485_1

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

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

1. The name of the professional limited liability company is: Florida Heart Associates, P.L.

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

Jeffrey H. Rosen, M.D.
1550 Barkley Circle
Fort Myers, FL 33907

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


Jeffrey H. Rosen, M.D., Registered Agent

AND
FILED
03 APR 29 AM 10:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FAX AUDIT NO.: H03000157485_1