

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

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L96000001167
CSC networks

ACCOUNT NO. : 072100000032

REFERENCE : 136172 7103418

AUTHORIZATION : *Patricia Papp*

COST LIMIT : \$ 285.00

ORDER DATE : October 29, 1996

ORDER TIME : 11:16 AM

ORDER NO. : 136172-010

CUSTOMER NO: 7103418

CUSTOMER: Ms. Page Underwood
JENKINS & GILCHRIST

Suite 1800
1100 Louisiana
Houston, TX 77002

DOMESTIC FILING

NAME: HEMATOLOGY/ONCOLOGY
ASSOCIATES, P.L.

EFFECTIVE DATE:

☒ ARTICLES OF ORGANIZATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS: _____

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95 OCT 30 AM 17
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TALLAHASSEE, FL 32301

200001989072--0

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W-23156
KR 10:31
11-6-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILE 2nd

October 31, 1996

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

RESUBMIT

Please give original
submission date as file date.

SUBJECT: HEMATOLOGY/ONCOLOGY ASSOCIATES, P.L.
Ref. Number: W96000023156

We have received your document for HEMATOLOGY/ONCOLOGY ASSOCIATES, P.L. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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If you have any questions about the availability of a particular name, please call (904) 488-9000.

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 (904) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 996A00050185

**ARTICLES OF ORGANIZATION
OF**

**HEMATOLOGY/ONCOLOGY ASSOCIATES OF JACKSONVILLE, P.L.
A Florida Professional Limited Liability Company**

We, the undersigned natural persons of the age of eighteen (18) years or more, who are duly licensed to practice medicine and to render services as such under the laws of the State of Florida, acting as organizers of a professional limited liability company under the Florida Professional Service Corporation and Limited Liability Company Act, the Florida Limited Liability Company Act (the "Act") and the Florida Business Corporation Act, do hereby adopt the following Articles of Organization for such professional limited liability company:

**ARTICLE I
NAME, ADDRESS, AND REGISTERED AGENT**

1.1 Name and Address. The name of the professional limited liability company is Hematology/Oncology Associates of Jacksonville, P.L. (the "Company"), and the mailing and street address of the principal office of the Company is 3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216.

1.2 Registered Agent and Office. The street address of the Company's initial registered office is 3599 University Boulevard, Suite 1200, Jacksonville, Florida 32216, and the name of its initial registered agent at such address is Jaswant Jadeja, M.D.

**ARTICLE II
DURATION AND CONTINUITY**

2.1 Duration. The duration of the Company shall be perpetual. If there are at least two (2) remaining members of the Company, after the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members of the Company shall continue the business of the Company.

2.2 Voluntary Dissolution. The Company shall be voluntarily dissolved solely in accordance with the requirements of this Section. At a special members meeting called for the sole purpose of considering whether to vote on the resolution of the managers recommending to the members the voluntary dissolution of the Company, the members shall consider and vote on whether to vote on the resolution of the managers recommending to the members the voluntary

dissolution of the Company. Notice of the meeting shall be sent to each member, regardless of ability to vote, no less than ten (10) nor more than sixty (60) days before the meeting date. Such notice shall state that the purpose, or one of the purposes of the meeting is to consider dissolving the Company. If less than all the issued and outstanding membership interests are voted in favor of voting on the resolution of the managers recommending to the members the voluntary dissolution of the Company, then the members shall not vote on the resolution of the managers recommending to the members the voluntary dissolution of the Company and, until one year has passed, shall not hold another special members meeting called for the purpose of considering whether to vote on the resolution of the managers recommending to the members the voluntary dissolution of the Company. If all the issued and outstanding membership interests of the Company are voted in favor of voting on the resolution of the managers recommending to the members the voluntary dissolution of the Company, then a second special members meeting, which may be held no earlier than sixty (60) days after the first special members meeting, shall be called to vote on the resolution of the managers recommending to the members the voluntary dissolution of the Company. At the special members meeting called for the sole purpose of considering whether to dissolve the Company voluntarily, the members shall consider and vote on whether to dissolve the Company voluntarily. If less than all the issued and outstanding membership interests are voted in favor of voluntary dissolution of the Company, then the Company shall not be dissolved, and, until one year has passed, the members shall not hold another special members meeting called for the purpose of considering whether to vote on voluntary dissolution of the Company. If all the issued and outstanding membership interests of the Company are voted in favor of voluntary dissolution of the Company, then the Company shall be voluntarily dissolved.

ARTICLE III

PURPOSE

The purpose of the Company is to engage in the practice of medicine and to own and hold such property, enter into contracts, and carry on any business useful for, incidental to, necessary for or appropriate for the successful operation of the foregoing activities; provided, however, that professional medical services shall be rendered only through officers, employees, agents, and independent contractors who are duly licensed to practice medicine under the laws of the State of Florida.

The Company may do all and every thing necessary, advisable, proper, or convenient for the accomplishment, attainment, or furtherance of any of the purposes or objectives set forth in these Articles of Organization or any amendment thereof, and to do all other things incident thereto or connected therewith, which are not forbidden by the Florida Professional Service Company and Limited Liability Company Act, the Act, or otherwise by law, or by these Articles of Organization.

The foregoing paragraphs shall be construed as enumerating both objectives and purposes of the Company, and it is hereby expressly provided that the foregoing enumeration of specific

purposes shall not be held to limit or restrict in any manner the purposes or powers of the Company otherwise permitted by law.

ARTICLE IV MANAGERS

The management of the Company shall be vested in managers who are licensed to practice medicine in the State of Florida, and the names and addresses of the managers are:

<u>Name</u>	<u>Address</u>
Jaswant Sinh Jadeja, M.D.	3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216
Suneel Laxman Mahajan, M.D.	3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216

ARTICLE V MEMBERS

The names and addresses of the initial members of the Company are:

<u>Name</u>	<u>Address</u>
Jaswant Sinh Jadeja, M.D.	3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216
Suneel Laxman Mahajan, M.D.	3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216

In accordance with the Act, the Company may admit new members at the discretion of, and upon the terms and conditions set forth, by the managers.

ARTICLE VI ORGANIZERS

The names and addresses of the organizers of the Company are:

Name	Address
Jaswant Singh Jadeja, M.D.	3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216
Suneel Laxman Mahajan, M.D.	3599 University Boulevard, Suite 1200 Jacksonville, Florida 32216

ARTICLE VII INDEMNIFICATION

The managers of the Company, in their sole discretion, shall have the power, on behalf of the Company, to indemnify persons for whom indemnification is permitted by Section 608.4363 of the Act, as amended, to the fullest extent permissible under Section 608.4363 of the Act, and may purchase such liability, indemnification and/or other similar insurance as the managers from time to time shall deem necessary or appropriate, in their sole discretion.

The Company may purchase and maintain liability, indemnification and/or other similar insurance on behalf of itself, and/or for any person who is or was a member, manager, officer, employee or agent of the Company or who is or was serving at the request of the Company as a member, director, manager, officer, trustee, employee, agent or similar functionary of another foreign or domestic corporation, limited liability company, partnership, joint venture, sole proprietorship, trust, employee benefit plan or other enterprise, against any liability asserted against and/or incurred by the Company or person serving in such a capacity or arising out of his/her/its status as such a person or entity, whether or not the Company would otherwise have the power to indemnify such person against that liability.

The power to indemnify and/or obtain insurance provided in this Article VII shall be cumulative of any other power of the managers and/or any rights to which such a person or entity may be entitled by law, the Articles of Organization and/or operating agreement of the Company, contract, other agreement, vote or otherwise.

IN WITNESS WHEREOF, we have hereunto set our hands, this 29 day of
October, 1996.

Jaswant Singh Jadeja
JASWANT SINH JADEJA, M.D.
Member

Suneel Laxman Mahajan
SUNEEL LAXMAN MAHAJAN, M.D.
Member

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA LIMITED LIABILITY COMPANY ACT, 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 Hematology/Oncology Associates, P.L.
2. The name and address of the registered agent and office is Jaswant Jadeja, M.D., 3599 University Boulevard, Suite 1200, Jacksonville, Florida 32216.

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.

By: Jaswant Jadeja
JASWANT JADEJA, M.D.
Registered Agent

Date: 26th October, 1996

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

THE STATE OF FLORIDA

COUNTY OF DALLA

Before me, the undersigned authority, on this day personally appeared JASWANT JADEJA, M.D., a member of Hematology/Oncology Associates, P.L., a Florida professional limited liability company, who upon being duly sworn, did depose and state as follows:

1. Hematology/Oncology Associates, P.L. has at least two members.
2. The total amount of cash contributed by the member(s) is \$ 2000.
3. If any, the agreed value of property other than cash contributed by member(s) is \$ 0.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$ 2000. This total includes amounts from 2 and 3 above.

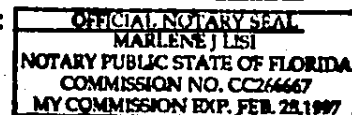
Jaswant Jadeja
_____, M.D.
Member

Subscribed and sworn to before me by JASWANT JADEJA, M.D., on this the 23rd day of October, 1996.

[SEAL]

Marlene J. Lisi

Notary Public, State of Florida
Name: Marlene J. Lisi
My Commission Expires:



FILED
96 OCT 30 AM 10:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA