

L98000002707

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

HURRY CARE, L.C.

W98-25735

00789-01117-00671

file / sf

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Name _____

Date 11-16-98

Time 11:00

Walk-In _____

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- ____ Art of Inc. File
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- ____ RA Resignation
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- ____ Certificate of Good Standing
- ____ Certificate of Status
- ____ Certificate of Fictitious Name
- ____ Corp Record Search
- ____ Officer Search
- ____ Fictitious Search
- ____ Fictitious Owner Search
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 16, 1998

CAPITAL CONNECTION, INC.

SUBJECT: HURRYCARE, L.C.
Ref. Number: W98000025735

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We have received your document for HURRYCARE, L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the entity's complete mailing address.

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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 098A00055029

*Please file
today!
/x.*

Corrected
y
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ARTICLES OF ORGANIZATION

OF

HURRYCARE, L.C.

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I, THE UNDERSIGNED, WHO INTEND TO FORM AND CREATE A LIMITED LIABILITY COMPANY, AS DEFINED IN SECTION 608.402 (3) OF THE (REVISED OR CONSOLIDATED) STATUTES OF THE STATE OF FLORIDA, DO HEREBY STATE AND CERTIFY THE FOLLOWING:

FIRST: The name of the Limited Liability Company is **HURRYCARE, L.C.**

SECOND: The ~~principal~~ ^{and mailing address} office of the company is located at 6400 Congress Avenue, Suite 1750, Boca Raton, Florida 33487-2810. Its initial registered agent is George Befeler, Esq., Delgado, Befeler, Starkman & Magolnick, P.A., 100 Southeast 2nd Street, Suite 3700, Miami, Florida 33131.

THIRD: The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Section 608.403 of the (Revised or Consolidated) Statutes of the State of Florida.

FOURTH: The company shall have a perpetual duration.

FIFTH: INDEMNIFICATION:

A. The company shall indemnify any person who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member or employee of the company, or is or was serving at the request of the company as a director, trustee, officer or employee of another limited liability company,

corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and, with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company.

B. The foregoing indemnification shall not apply in the case of action, suit or proceeding instituted by one or more members of the company, if the claim, matter or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification and shall nonetheless apply if, in view of all the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties and amounts paid in settlement as determined by the court.

C. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall be ultimately determined that he or she is entitled

to be indemnified by the company.

SIXTH: The total amount of initial cash contributions is U.S. \$10,000. There shall be no initial contributions of property other than cash.

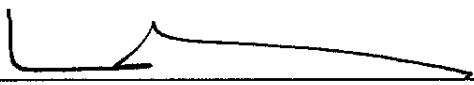
SEVENTH: The company will have one manager who is to serve as manager until the first annual meeting of members or until their successors are elected and qualify. The manager's name and address is as follows:

HECTOR BETANCOURT
4798 Northwest 26th Avenue
Boca Raton, Florida 33434

PETER H. SORENSEN
2575 Northwest 49th Street
Boca Raton, Florida 33434-2528

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SUBSCRIBED this 13 day of November, 1998.


GEORGE BEFELER
Authorized Representative and
Initial Registered Agent

ACCEPTANCE OF INITIAL REGISTERED AGENT

I HEREBY am familiar with and accept the duties and responsibilities as initial registered agent of **HURRYCARE, L.C.**, a Florida Limited Liability Company.

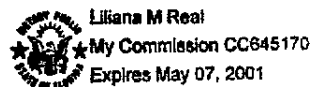
GEORGE BEFELER
Initial Registered Agent

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 13 day of November, 1998 by George Befeler who did take an oath and who is personally known to me.

NOTARY PUBLIC,
STATE OF FLORIDA AT LARGE

G:\GBEFELER\BETANCO\HURRYCAR\ART.LLC



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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)


BEFORE ME, the undersigned authority, duly authorized to take oaths and administer affirmations, personally appeared **HECTOR BETANCOURT** and **PETER H. SORENSEN**, the initial Members of **HURRYCARE, L.C.** (the "Company"), who, being known to me and being first duly sworn, deposed and said:

1. The Company has at least two (2) initial Members.
2. The total amount of cash initially contributed by the Members of the Company is Ten Thousand and 00/100's (\$10,000) Dollars.
3. Property other than cash which has been contributed by the Members of the Company is NONE (\$0). A description and agreed upon value of such contributed property is as follows:
NONE.
4. The total amount of cash and property other than cash, if any, anticipated to be contributed by the Members of the Company is Ten Thousand and 00/100's (\$10,000) Dollars.
5. Affiants further state that they are familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature.

AFFIANTS:



HECTOR BETANCOURT, Member



PETER H. SORENSEN, Member

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STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)

Subscribed and sworn to before me by **HECTOR BETANCOURT**, an initial member of **HURRYCARE, L.C.**, the Declarant, who has produced FL. Drivers License as identification, as the voluntary act and deed of the Declarant, this 13 day of November, 1998.



NOTARY PUBLIC,
State of Florida At Large


STATE OF FLORIDA)
)SS
COUNTY OF MIAMI-DADE)

 Lilliana M Real
My Commission CC645170
Expires May 07, 2001

Subscribed and sworn to before me by **PETER H. SORENSEN**, an initial member of **HURRYCARE, L.C.**, the Declarant, who has produced FL. Drivers License as identification, as the voluntary act and deed of the Declarant, this 13 day of November, 1998.



NOTARY PUBLIC,
State of Florida At Large

 Lilliana M Real
My Commission CC645170
Expires May 07, 2001