

L98000003206

Greenberg Training
(Requestor's Name)

(Address)

(City, State, Zip) (Phone #)

OFFICE USE ONLY

Please call June @ 222-6891
when ready

600002710276--7
-12/11/98--01071--003
****718.75 ****337.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TOC Real Estate Company, L.L.C.
(Corporation Name) (Document #)
2. 00189-02146-00524-00671
(Corporation Name) prop? (Document #)
3. 02727
(Corporation Name) (Document #)
4. W98-27846
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time

4:00 pm
today
please

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Name Availability	<u>Matt</u>
Document Examiner	<u>Matt</u>
Updater	<u>Matt</u>
Updater Verifier	<u>Matt</u>
Acknowledgement	<u>Matt</u>
Ver. P. Verifier	<u>Matt</u>

98 DEC 11 PM 12:04

98 DEC 11 PM 12:42

RECEIVED
DIVISION OF CORPORATIONS

RECEIVED



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 11, 1998

GREENBERG TRAUIG

SUBJECT: TOC REAL ESTATE COMPANY, L.L.C.
Ref. Number: W98000027846

We have received your document for TOC REAL ESTATE COMPANY, L.L.C. and your check(s) totaling \$718.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

The name cannot include the word COMPANY. Please amend your document. Also, the affidavit must contain the agreed value and a description of any property contributed by the members, if no property has been contributed, state that.,

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: 598A00058622

**ARTICLES OF ORGANIZATION
OF
TOC REAL ESTATE INVESTORS, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

1. Name. The name of the limited liability company is TOC Real Estate Investors, L.L.C. ("Company").
2. Duration. The Company shall exist from the Date of Existence set forth below until terminated in accordance with the Regulations.
3. Purpose. The purpose of the Company shall be to own, develop, construct and lease or sell real and personal property and to do any other business permitted by law.
4. Mailing Address and Street Address. The Company's mailing and street address is:

720 S.W. 2nd Avenue
Ayers Medical Plaza, Suite 360
Gainesville, Florida 32601
5. Contributions. The total amount of cash contributed by the initial Members the Company is \$592,437. No additional contributions shall be required of the initial Members except as may be provided in the Regulations.
6. Additional Members. Additional members to the Company may be admitted only upon the consent and approval of seventy-five percent (75%) of all Membership Units issued and outstanding.
7. Termination of Membership. If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members shall, unless they decide otherwise in accordance with the Regulations, continue the business of the Company.
8. Management of the Company. The management of the limited liability company is reserved to the Management Committee. Every Member of the Company shall be a member of the Management Committee. The initial Members and their addresses are as follows:

W. Preston Blake, M.D.
6900 N.W. 9th Blvd.
Gainesville, Florida 32605

98 DEC 11 PM 2:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Clinton G. Bush, III, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

Edward M. Jaffe, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

Kipp W. Kennedy, M.D.
6820 N.W. 11th Place
Gainesville, Florida 32605

Timothy Lane, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

Phillip L. Parr, M.D.
6900 N.W. 9th Blvd.
Gainesville, Florida 32605

R. William Petty, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

Rodger D. Powell, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

Arthur M. Sharkey, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

James B. Slattery, M.D.
6820 N.W. 11th Place
Gainesville, Florida 32605

J. Stephen Waters, M.D.
720 S.W. 2nd Avenue, Suite 360
Gainesville, Florida 32601

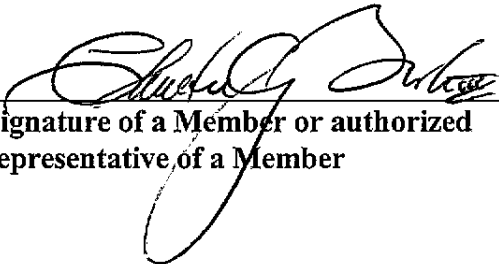
9. Regulations. The Members shall have the power to adopt Regulations of the Company containing provisions for the regulation and management of the affairs of the Company. The ability to alter, amend, or repeal the Regulations shall be proscribed within the initial Regulations.

10. Date of Existence of the Company. The existence of the Company shall commence on the 1st day of January, 1999.

11. Registered Agent and Office. The name of the initial registered agent of the Company is:

Fred F. Harris, Jr., Esq.
101 East College Avenue
Tallahassee, Florida 32301

The undersigned has executed these Articles of Organization this 11th day of December, 1998.



Signature of a Member or authorized
representative of a Member

**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE
AND
ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

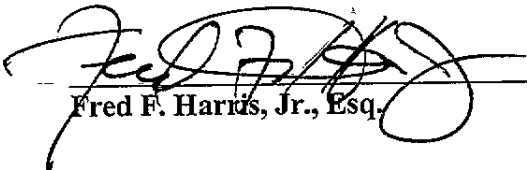
PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is TOC Real Estate Investors, L.L.C.
2. The name and address of the registered agent and office is:

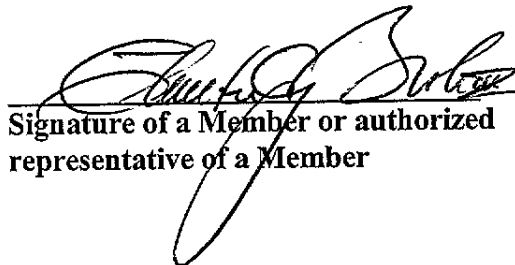
Fred F. Harris, Jr., Esq.
101 East College Avenue
Tallahassee, Florida 32301

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

Registered Agent


Fred F. Harris, Jr., Esq.

TOC Real Estate Investors, L.L.C.

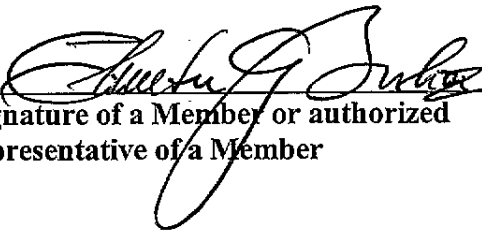

Signature of a Member or authorized
representative of a Member

**AFFIDAVIT OF MEMBERSHIP AND
CONTRIBUTIONS OF LIMITED LIABILITY COMPANY**

The undersigned member or authorized representative of a member of TOC Real Estate Investors, L.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 the initial members is \$592,437;
3. the total amount of cash or property anticipated to be contributed by the initial members is \$592,437; and
4. the agreed value of property (other than cash) contributed is zero (0).

Dated effective as of the 1st day of January, 1999.


Signature of a Member or authorized
representative of a Member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true).