

# L980000003319



ACCOUNT NO. : 072100000032

REFERENCE : 055340 4307859

AUTHORIZATION :

COST LIMIT : \$ 285.00

*Patricia Pizit*

ORDER DATE : December 7, 1998

ORDER TIME : 1:41 PM

ORDER NO. : 055340-005

800002717788--2

CUSTOMER NO: 4307859

CUSTOMER: Joseph A. Shoaff, Esq  
BUCKINGHAM DOOLITTLE &  
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50 South Main Street  
P.O. Box 1500  
Akron, OH 44309-1500

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DIVISION OF CORPORATIONS

DOMESTIC FILING

NAME: SOUTH FLORIDA CARDIOLOGY IPA,  
L.C.

EFFECTIVE DATE:

98 DEC 21 AM 9:25

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

XX ARTICLES OF ORGANIZATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Name	<i>MPH</i>
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**- ARTICLES OF ORGANIZATION -  
SOUTH FLORIDA CARDIOLOGY IPA, L.C.**

**ARTICLE I - Name:**

The name of the limited liability company is South Florida Cardiology IPA, L.C.

**ARTICLE II - Address:**

The mailing and street address of the limited liability company's principal office is:  
7421 N. University Dr., #101  
Tamarac, FL 33321

**ARTICLE III - Duration:**

The period of duration for the limited liability company is perpetual, beginning on the date these Articles of Organization are filed by the Department of State.

**ARTICLE IV - Registered Agent and Office:**

The name of the limited liability company's initial registered agent in Florida is Corporation Service Company whose address is 1201 Hayes Street, Tallahassee, Florida 32301.

**ARTICLE V - Management:**

The limited liability company is to be managed by the members, and the names and addresses of the managing members are:

- A. Ricky Schneider, M.D.  
7421 N. University Dr., #101  
Tamarac, FL 33321
- B. Stanley Richter, M.D.  
7401 N. University Drive, #204  
Tamarac, FL 33321
- C. Jose Soler, M.D.  
5800 Colonial Drive, #203  
Margate, FL 33063

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- D. Kevin Bender, M.D.  
7707 N. University Dr., #107  
Tamarac, FL 33321
- E. M.S. Behairy, M.D.  
817 S. University Dr., #104  
Plantation, FL 33324
- F. Julian Berman, M.D.  
9800 W. Sample Road  
Coral Springs, FL 33065
- G. Matthew Carr, M.D.  
3001 N.W. 49th Ave., #100  
Lauderdale Lake, FL 33313
- H. Dennis Spiller, M.D.  
6100 Hollywood Blvd., #104  
Hollywood, FL 33024

#### **ARTICLE VI - Admission of Additional Members:**

The members of the limited liability company have the right to admit additional members upon either (a) not less than the affirmative vote of two-thirds of those members voting as to the admission of and the amount and nature of contributions to be made by such new members, at a meeting of members which complies with the regulations of the limited liability company, and at which a quorum of members is present; or (b) upon written agreement of not less than two-thirds of all members as to the admission of and the amount and nature of contributions to be made by such new member(s), and otherwise subject to the terms and conditions of the limited liability company's regulations.

#### **ARTICLE VII - Members Right to Continue Business:**


The remaining members of the limited liability company have the right to continue the business upon, and the limited liability company will not be dissolved by, the death, retirement, resignation, withdrawal, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the membership of a member in the limited liability company, as long as there are at least two remaining members.

#### **ARTICLE VIII - Amendment**

The limited liability company reserves the right to amend, alter, change, add to or repeal any provision contained in these Articles of Organization in the manner now or hereafter

prescribed by the Florida Limited Liability Company Act, and all rights herein conferred are granted subject to this reservation.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 2nd  
day of December, 1998, at Tamara C, Florida.

  
\_\_\_\_\_  
Ricky Schneider, Incorporator

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 Or 608.507, 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: South Florida Cardiology IPA, L.C.

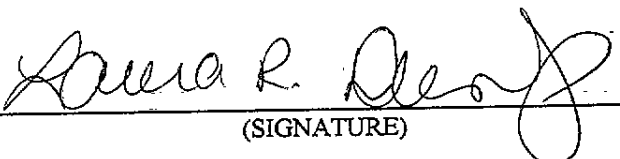
2. The name and address Of the registered agent and Office is:

Corporation Service Company  
(NAME)

1201 Hays Street  
(P. O. BOX NOT ACCEPTABLE)

Tallahassee, Florida 32310  
(CITY/STATE/ZIP)

*Having been named as registered agent and 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.*

  
(SIGNATURE)

12/7/98  
(DATE)

**Filing Fee: \$ 35 for Designation of Registered Agent**

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of South Florida Cardiology IPA, L.C. deposes and says:

- I. the above-named limited liability company has at least two members
- II. the total amount of cash contributed by the member(s) is \$ 52,000
- III. if any, the agreed value of property other than cash contributed by member(s) is. \$ NA
- IV. The amount of cash or property anticipated to be contributed by member(s) is \$ NA
- V. This total amount of 2,3, and 4 is \$ 52,000



**Ricky Schneider, Member/Incorporator**

In accordance with Section 608 of the Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.