

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

**WALK IN**

**PICK UP**

3/23/99 11:00 <sup>UT</sup> (U)

☒ **CERTIFIED COPY**

☐ **PHOTO COPY**

☒ **CUS** GS

☒ **FILING** LC

99 MAR 23 AM 10:33

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

1.) Duracare Medical Equipment, LC.  
(CORPORATE NAME & DOCUMENT #)

900002815049--9  
-03/23/99--01039--003  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

900002815049--9  
-03/23/99--01039--002  
\*\*\*\*\*302.50 \*\*\*\*\*302.50

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

**SPECIAL INSTRUCTIONS**

L99-1627

Name	23-23
Availability	
Document	
Examination	
Updater	
Updater	
Verifier	
Acknowledgment	
W. P. Verifier	

**Articles of Organization**  
**Of**  
**Duracare Medical Equipment, L.C.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 23 AM 10:53

The undersigned member, being authorized to execute and file these Articles of Organization of Duracare Medical Equipment, L.C., a Florida limited liability company (the "Company"), hereby certifies that:

**Article I – Name**

The name of this Company is Duracare Medical Equipment, L.C.

**Article II– Principal Office**

The mailing address and street address of the principal office of the Company is:

1411 SE 10<sup>th</sup> Street  
Cape Coral, Florida 33990

**Article III– Duration**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Department of State. The Company shall have perpetual existence.

**Article IV - Management**

The Company shall be managed by one or more Managers appointed by the Members. The name and address of the initial Manager, who shall serve until such time as the Members appoint a successor, is:

Bruce C. Russell  
1411 SE 10<sup>th</sup> Street  
Cape Coral, Florida 33990

**Article V – Admission of Additional Members**

The Company may admit additional members upon approval of then existing members owning two-thirds (2/3<sup>rd</sup>) of the Units of the Company. Any new member which is approved by the members of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the Company as established from time to time by the Manager(s), and approved by the then existing members owning

two-thirds (2/3<sup>rd</sup>) of the Units of the Company, and upon such member's agreement to comply with these Articles of Organizations and the Regulations of the Company.

#### **Article VI – Members' Rights to Continue Business**

The Company shall not be dissolved by the death, bankruptcy or dissolution of a member.

#### **Article VII – Limitation on Agency Authority of Members**

Pursuant to Section 608.424, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

#### **Article VIII – Registered Agent**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

Gregg S. Truxton  
Bolaños, Truxton & Youngs, P.A.  
2121 Ponce de Leon Blvd., Suite 600  
Coral Gables, Florida 33134

#### **Article IX – Amendment**

These Articles of Amendment may be amended or repealed upon the unanimous approval of the members of the Company.

In Witness Whereof, the undersigned, has executed the foregoing Articles of Organization as of this 22 day of March, 1999.

Initial Member:

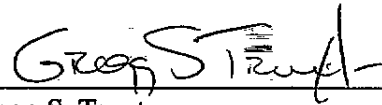
  
Bruce C. Russell

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 23 AM 10:33

**CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON WHOM  
SERVICE OF PROCESS WITH THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507, Florida Statutes:

Having been appointed registered agent of Duracare Medical Equipment, L.C., in its Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.



Gregg S. Truxton  
2121 Ponce de Leon Blvd. Suite 600  
Coral Gables, Florida 33134

Dated: March 22, 1999.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 23 AM 10:33

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

Pursuant to Section 608.407(2), Florida Statutes, the undersigned member of Duracare Medical Equipment, L.C., a Florida limited liability company (the "Company"), who, upon being duly sworn, certifies the following:

1. The Company has at least one (1) member.
2. As of the date hereof, the amount of capital contributions to the Company made by the initial members is as follows: \$300,000.00.
3. The anticipated amount of additional capital contributions to the Company made by the members is as follows: \$0.
4. There have been no contributions to the Company made by the members other than cash contributions and contributions of promissory notes.

Under penalties of perjury, the undersigned member of the Company, declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

Dated: March 22, 1999.

Member:

B. Russell  
Bruce C. Russell

State of Florida

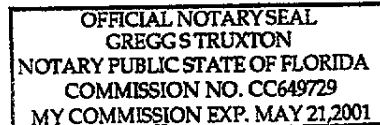
County of Lee

The foregoing instrument was acknowledged before me this 22 day of March, 1999, by Bruce C. Russell. He ( ) is personally known to me or ( ) has produced \_\_\_\_\_ as identification.

Gregg Struxton  
Notary Public, State of Florida

Print Name: \_\_\_\_\_

My commission expires: \_\_\_\_\_



FILED  
99 MAR 23 AM 10:33  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS