

# Thornton & Torrence, P. A.

Attorneys at Law

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\* ACCREDITED ESTATE PLANNER  
NATIONAL ASSOCIATION OF ESTATE PLANNERS

April 12, 1999

Secretary of State  
Division of Corporations  
Corporate Records Bureau  
P. O. Box 6327  
Tallahassee, FL 32314

300002839633--78  
-04/15/99--01022--005  
\*\*\*\*293.75 \*\*\*\*293.75

Re: Senior's Quality Medical Center, L.L.C.

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Organization for this proposed Limited Liability Company.

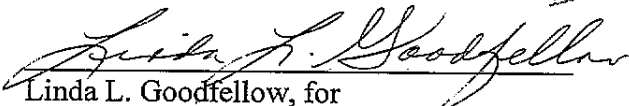
A check in the amount of 293.75 is enclosed to cover the registered agent fee, the filing fee and the certificate of Status.

If you find any problems with the enclosed documents, please contact the undersigned by telephone rather than returning the same.

Thank you for your attention to this matter.

llg

Enclosure

  
Linda L. Goodfellow, for  
ALFRED W. TORRENCE, JR., ESQUIRE  
THORNTON & TORRENCE, P.A.  
6645 RIDGE ROAD  
PORT RICHEY, FL 34668

FILED  
99 APR 15 AM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L99-2192

f:\Senior's Quality Medical Center\organization\letter to state

Name	CRH
Availability	CRH
Document	CRH
Exclusion	CRH
Updater	CRH
Updater	CRH
Verifier	CRH
Acknowledgment	CRH
W. P. Verifier	CRH

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90 APR 15 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
SENIOR'S QUALITY MEDICAL CENTER, L. L. C.**

The undersigned person, acting as the organizer of Senior's Quality Medical Center, L. L.C. (the "Company") under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopt the following Articles of Organization:

**ARTICLE I. NAME AND ADDRESS**

The name and address of the Company is: Senior's Quality Medical Center, L.L.C., 10806 U.S. 19, Suite 102, Port Richey, FL 34668, but it shall have the power and authority to establish branch offices at other locations, as the members may designate.

**ARTICLE II. COMMENCEMENT AND DURATION OF EXISTENCE**

The existence of the Company will commence on filing and shall exist in a manner provided by law, or as provided in the regulations adopted by the members.

**ARTICLE III. PURPOSE**

The Company may transact any or all lawful business for which a limited liability company may be organized under the Florida Limited Liability Act.

**ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the Company is 6645 Ridge Road, Port Richey, FL 34668, and the name of the Company's initial registered agent at that address is Alfred W. Torrence, Jr.

**ARTICLE V. INITIAL CAPITAL CONTRIBUTION**

The total amount of cash or property to be initially contributed to the Company by its members shall be as follows:

<u>Name of Member</u>	<u>Contribution</u>
Haider Khan	\$500.00
Delta Medical Care Management, L.L.C.	\$500.00

## **ARTICLE VI. ADDITIONAL CAPITAL CONTRIBUTIONS**

The members shall make additional capital contributions, from time to time, as required by the Company's regulations.

## **VII. MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members. On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

## **ARTICLE VIII. MANAGEMENT OF COMPANY**

The business of the Company shall be managed by a manager who shall be elected annually by the members of the Company in a manner set forth in the regulations. The manager shall have the power and authority to act on behalf of the Company as provided in the Florida Limited Liability Company Act, including, specifically, without limitation, Section 608.404, Section 608.424(1), and Section 608.425, and shall also hold the offices and have the responsibilities accorded by the members which are more particularly described in its regulations and any other agreement that may be entered into between the members and the manager. The name and address of the initial manager is as follows:

DELTA MEDICAL MANAGEMENT, L.L.C.  
10806 U.S. 19, SUITE 102 PORT RICHEY, FL 34668

The manager shall serve in that capacity until the first annual meeting of members or until his successor is elected and qualified.

## **ARTICLE VIII. REGULATIONS**

The power to adopt, alter, amend or repeal the regulations of the Company is vested exclusively in the members of the Company.

## **ARTICLE X. INCORPORATOR**

The name and street address of the organizer executing these Articles of Organization is:  
Haider Khan, 10806 U.S. 19, Suite 102, Port Richey, FL 34668.

**ARTICLE XI. AMENDMENT OF ARTICLES OF ORGANIZATION**

Any amendment to the Articles of Organization shall be approved by all of the members, shall be as prescribed by the Secretary of State of the State of Florida and shall be sworn and subscribed to by all of the members of the Company. In the event that a new member is added by such an amendment, it also shall be signed by the additional member.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 5th day of April, 1999.

  
Haider Khan

FILED  
99 APR 15 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA  
COUNTY OF PASCO

In compliance with Florida Statutes Section 608.40(2), the undersigned members or authorized representatives of a member of Senior's Quality Medical Center, L.L.C., deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by each member is \$500.00.
3. If any, the agreed value of property other than cash contributed by the members is NONE.
4. The total amount of cash or property anticipated to be contributed by the members is \$500,000. This total includes the amounts from 2 and 3 above.

Delta Medical Care Management, L.L.C.

*Haider Khan*  
Haider Khan

By: *Charlotte A. Elzey*

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of April, 1999 by Haider Khan, member, Senior's Quality Medical Care, L.L.C., a limited liability company. He is personally known to me or has produced a Florida Driver's license as identification.

*Charlotte A. Elzey*  
Notary's signature



CHARLOTTE A. ELZEY  
My Comm Exp. 8/25/00  
Bonded By Service Ins  
No. CC579174  
☒ Personally Known ☐ Other I.D.

My commission expires: 8/25/00

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of April, 1999 by Haider Khan, as agent of Delta Medical Care Management, L.L.C., member, Senior's Quality Medical Care, L.L.C., a limited liability company. He is personally known to me or has produced a Florida Driver's license as identification.

*Charlotte A. Elzey*  
Notary's signature



CHARLOTTE A. ELZEY  
My Comm Exp. 8/25/00  
Bonded By Service Ins  
No. CC579174  
☒ Personally Known ☐ Other I.D.

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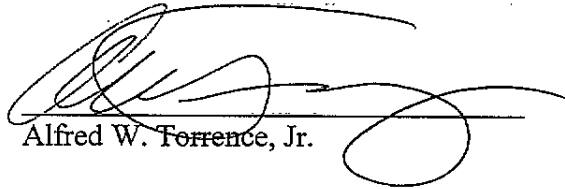
### ACCEPTANCE OF REGISTERED AGENT

Pursuant to Section 608.415 or 608.507, Florida Statutes, the following is submitted:

That Senior's Quality Medical Center, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida with its initial registered office, as indicated in its Articles of Organization, at 6645 Ridge Road, Port Richey, FL 34668, has named Alfred W. Torrence, Jr., as its agent to accept service of process within the State of Florida.

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.

DATED this 12<sup>th</sup> day of April, 1999.

  
Alfred W. Torrence, Jr.

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FILED  
99 APR 15 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA