

L99000004448

WALKER AND ASSOCIATES, ATTORNEYS, P.A.

235 Maitland Avenue South, Suite 216

Maitland, Florida 32751

Berry J. Walker, Jr., Esquire

OFF: (407) 644-6535

FAX: (407) 644-8369

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July 16, 1999

Via UPS Overnight Delivery

000002935500--5

-07/19/99-01135-002

\*\*\*\*285.00 \*\*\*\*285.00

Florida Department of State  
Attention: New Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

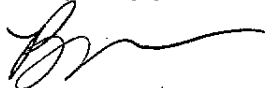
Re: Articles of Organization for Regency Health, L.C.

To Whom It May Concern:

Enclosed please find the original and one copy of Articles of Organization for Regency Health, L.C. to be filed with the Florida Department of State. I have enclosed a check in the amount of \$285.00 for the filing fee. Please return a filed copy in the enclosed envelope.

Should you have any questions, please advise.

Very truly yours,



Berry J. Walker, Jr.

(11)

BJW/ldw  
Enclosures

BJW  
7/19/99

ARTICLES OF ORGANIZATION

OF

REGENCY HEALTH, LC

The undersigned Organizers/Organizing Members to these Articles of Organization, hereby form a limited liability company under the laws of the State of Florida and Chapter 608 of the Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company shall be REGENCY HEALTH, LC, a Florida limited liability company.

ARTICLE II - DURATION

The period of the limited liability company's existence shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE OF COMPANY

The mailing address and the street address of the principal office of the principal office of the limited liability company shall be 4106 West Lake Mary Blvd., Suite 325, Lake Mary, Florida 32746.

ARTICLE IV - NAME AND STREET ADDRESS OF REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida for the limited liability company shall be:

Berry J. Walker, Jr., Esquire  
Florida Bar Number 0742960  
WALKER AND ASSOCIATES, ATTORNEYS, P.A.  
235 Maitland Avenue South, Suite 216  
Maitland, Florida 32751  
Phone: (407) 644-6535  
Fax: (407) 644-8369

ARTICLE V - NATURE OF BUSINESS

This limited liability company may engage in or transact any and all lawful activities or business permitted under Chapter 608 of the Florida Statutes, the laws of the United States, the State of Florida, or any other state, county, territory or nation.

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ARTICLE VI - RIGHTS OF MEMBERS TO ADMIT ADDITIONAL MEMBERS

The Managers of this limited liability company, who are also the Organizing Members, have the right to admit additional members to the limited liability company in their sole discretion, upon the unanimous consent of the Organizing Members of this limited liability company.

ARTICLE VII - RIGHT TO CONTINUE BUSINESS OF THE LIMITED LIABILITY COMPANY UPON THE DEATH, RETIREMENT, RESIGNATION, EXPULSION, BANKRUPTCY OR DISSOLUTION OF A MEMBER OR THE OCCURRENCE OF ANY OTHER EVENT WHICH TERMINATED THE CONTINUED MEMBERSHIP OF A MEMBER IN THE LIMITED LIABILITY COMPANY

A. Right of Substitution. The right of a Member to substitute an assignee as contributor in his or her place, and the terms and conditions of the substitution are as follows:

1. A fully executed and acknowledged written instrument of assignment must be filed with the Organizing Members setting forth the intention of the assignor that the assignee become a Member in his or her place;

2. The assignor and the assignee must execute and acknowledge such other instruments as the Organizing Members may deem necessary or desirable to effect such admission, including the written acceptance and adoption by the assignee of the provisions of the Articles of Organization and a written opinion of counsel that the assignment does not violate any provision of federal, state or local law, ordinance, rule or code section, or any provision of the Articles of Organization;

3. A reasonable transfer fee shall have been paid to the limited liability company; and

4. The written consent of the Organizing Members to the substitution must be obtained, the denial of which is in the sole and absolute discretion of the Organizing Members.

B. Admission of Additional Members. The Managers of this limited liability company have the right to admit additional Members in their sole discretion.

C. Termination of Membership of a Member. The membership of a Member in this limited liability company may only be terminated upon the occurrence of any of the following events: death, retirement, resignation, expulsion by unanimous consent of the remaining Members of the limited liability company, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company. Upon the termination of a Member's membership

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in this limited liability company, the Organization shall, within 120 days following such termination, pay the fair market value of the terminated Member's interest in the limited liability company to the Member, the Member's successors, heirs and/or assigns, as the case may be.

D. Right to Continue Business. All of the remaining Members of this limited liability company may elect to continue the business of this limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a Member of this limited liability company, upon the vote of a majority of the remaining Members of this limited liability company.

#### COUNT VIII - MANAGEMENT OF THE ORGANIZATION

This limited liability company shall be managed by the Organizing Members, whose names and addresses are:

Name	% Interest	Address
Ashley Ansara	100%	868 Paddington Terrace Heathrow, Florida 32746

The Organizing Members shall serve as the managers of the limited liability company until the first annual meeting of the members or until their successors are elected and qualify.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 14 day of July, 19 99.

ORGANIZING MEMBERS  
and MANAGERS:

Ashley Ansara  
Ashley Ansara

STATE OF: Florida  
COUNTY OF: Orange

Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 14 day of July, 1999, by Ashley Ansara, who did take an oath.

Check One:

☐ He/she is personally known to me; or  
☒ He/she has produced A526-001-47-45240 as identification. FL Drivers License

Lorraine D. Wilson  
NOTARY PUBLIC

LORRAINE D. WILSON

(typed-printed or stamped name of Notary)  
My Commission Expires:



LORRAINE D WILSON  
My Commission CC520702  
Expires Jan. 11, 2000

EXHIBIT "1"  
MEMBERS/ORGANIZING MEMBERS AND  
PERCENTAGE OF OWNERSHIP OF EACH

Name	% Interest	Address
Ashley Ansara	100%	868 Paddington Terrace Heathrow, Florida 32746

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EXHIBIT "2"  
CAPITAL CONTRIBUTIONS/INITIAL CAPITAL ACCOUNTS

Name	Capital Account
Ashley Ansara	\$ <b>50,000.00</b>


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DESIGNATION OF AND ACCEPTANCE BY REGISTERED AGENT

The following is submitted in compliance with the laws of the State of Florida, Chapter 608 of the Florida Statutes. REGENCY HEALTH, LC, a Florida limited liability company, organizing under the laws of the State of Florida with its principal office located at 4106 West Lake Mary Blvd., Suite 325, Lake Mary, Florida 32746, has named Berry J. Walker, Jr., whose address is 235 South Maitland Avenue, Suite 216, Maitland, Florida 32751, as its Agent to accept service of process within this State.

ACCEPTANCE:

I, Berry J. Walker, Jr., agree to act as the Registered Agent of REGENCY HEALTH, LC, a Florida limited liability company, and I agree to accept service of process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above designated address) in some conspicuous place in the office as required by law. I am familiar with, and accept the obligations of the position of Registered Agent of REGENCY HEALTH, LC, a Florida limited liability company.

  
Berry J. Walker, Jr., Esquire  
Florida Bar Number 0742960  
WALKER AND ASSOCIATES, ATTORNEYS, P.A.  
235 Maitland Avenue South, Suite 216  
Maitland, Florida 32751  
Phone: (407) 644-6535  
Fax: (407) 644-8369

STATE OF FLORIDA  
COUNTY OF SEMINOLE

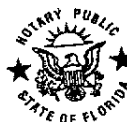
Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 14 day of July, 1999, by BERRY J. WALKER, JR., who did take an oath.

Check One:

☒ He/she is personally known to me; or  
☐ He/she has produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC LORRAINE D. WILSON

(typed-printed or stamped name of Notary)  
My Commission Expires:



LORRAINE D WILSON  
My Commission CCS20702  
Expires Jan. 11, 2000

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AFFIDAVIT OF MEMBERSHIP WITH REGARD TO:  
REGENCY HEALTH, LC  
A FLORIDA LIMITED LIABILITY COMPANY

STATE OF FLORIDA  
COUNTY OF SEMINOLE

Before me, the undersigned authority, personally appeared, Ashley Ansara, an Organizing Member of REGENCY HEALTH, LC, a Florida limited liability company, who, upon first being duly sworn according law, deposes and says:

1. My name is Ashley Ansara, and I am over the age of twenty-one years, sui juris, and competent to make this affidavit from my own personal knowledge.

2. There are four Organizing Members of REGENCY HEALTH, LC, a Florida limited liability company whose names and mailing addresses are as follows:

Name	% Interest	Address
Ashley Ansara	100%	868 Paddington Terrace Heathrow, Florida 32746

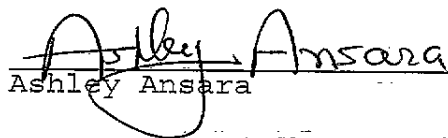
3. As of the date of the filing of this Affidavit, the following persons have made contributions of capital to REGENCY HEALTH, LC, a Florida limited liability company as follows:

Name	Capital Account
Ashley Ansara	\$ 50,000.00

4. The agreed value of any property contributed by the members is NONE. It is anticipated that the Members shall make no further or additional contributions to REGENCY HEALTH, LC, a Florida limited liability company.

5. This Affidavit is made for the purpose of complying with Chapter 608 of the Florida Statutes regarding formation of a limited liability company.

FURTHER AFFIANT SAYETH NOT.

  
Ashley Ansara



STATE OF: Florida  
COUNTY OF: Orange

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Before me, the undersigned notary public, the foregoing instrument was sworn to, acknowledged and subscribed to before me this 14 day of July, 1999, by Ashley Ansara who did take an oath.

Check One:

- ☐ He/she is personally known to me; or  
☒ He/she has produced A-526-001747-452-0 as identification.

*FL Driver License*

*Lorraine D. Wilson*  
NOTARY PUBLIC

LORRAINE D. WILSON

(typed-printed or stamped name of Notary)  
My Commission Expires:



LORRAINE D WILSON  
My Commission CC520702  
Expires Jan. 11, 2000

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MEMBERS/ORGANIZING MEMBERS AND  
PERCENTAGE OF OWNERSHIP OF EACH

Name	% Interest	Address
Ashley Ansara	100%	868 Paddington Terrace Heathrow, Florida 32746

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EXHIBIT "2"  
CAPITAL CONTRIBUTIONS/INITIAL CAPITAL ACCOUNTS

Name	Capital Account
Ashley Ansara	\$ <u>50,000.00</u>

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