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Anne H. Waldron, M.D.
Diplomate American Board of Family Practice
1840 River Road
Jacksonville, FL 32207

Telephone 904-346-1685
Telex 904-346-3551

September 22, 1999

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

200002994912--8

-09/23/99-01052-012

****285.00 ****285.00

Re: TRANSMITTAL LETTER
ARTICLES OF ORGANIZATION
First Care LLC

Enclosed is an original and one (1) copy of the Articles of Organization and a check for: the filing
of the LLC articles for \$250.00 and for the Registered Agent fee of \$35.00

☒ \$285.00

FROM: Anne H. Waldron, M.D.
1840 River Road
Jacksonville, FL 32207
Telephone 904-346-1685

Anne H. Waldron, M.D. is an organizer and a member of the Limited Liability Company.

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Name	OR10-1
Availability	
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Acknowledgement	
W. P. Verifier	



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 27, 1999

ANNE WALDRON
1840 RIVER ROAD
JACKSONVILLE, FL 32207

SUBJECT: FIRST CARE LLC
Ref. Number: W99000022219

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99 OCT -9 PM 5:00

We have received your document for FIRST CARE LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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 affidavit must set forth the amount of the cash and a description and the agreed value of property other than cash contributed by the members, and the amount anticipated to be contributed by the members.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 699A00047050

**ARTICLES OF ORGANIZATION FOR
FIRST CARE FAMILY PRACTICE, LLC**

The undersigned individual is an organizer of a limited liability company formed under the Florida Limited Liability Company Act and hereby adopts the following Articles of Organization:

1. **Name.** The name of the limited liability company is First Care Family Practice, LLC..
2. **Duration.** The period of duration for this limited liability company is perpetual from the date of filing the Articles of Organization with the Secretary of State, unless dissolved by the members or as provided by state law.
3. **Purpose.** The purpose for which this limited liability company is organized is to perform any lawful purpose except that of banking and insurance.....
4. **Principal Place of Business.** The street address of its principal place of business and offices where notices can be sent is

First Care Family Practice, LLC
1840 River Road
Jacksonville, FL 32207.
5. **Mailing Address.** The mailing address of the limited liability company is

First Care Family Practice, LLC
1840 River Road
Jacksonville, FL 32207.
6. **Registered Agent & Office.** The name of the company's registered agent, whose Consent to Appointment as Registered Agent is included with these Articles, is James S. Waldron and the address of the registered office within this state 1840 River Road, Jacksonville, FL 32207.
7. **Capitalization.** The total initial capital contribution by the members of this LLC in cash is a total of \$50,000. No property other than cash is to be contributed by members.
8. **Additional Capital Contribution of Members.** No additional capital contributions by the members is anticipated.
9. **Admission of Additional Members.** By affirmative vote of a majority of members, new members may be accepted into the company. New members shall be assigned an undivided interest constituting a number of shares approved by an affirmative vote of a majority of members. New members shall be practicing physicians, Board Certified in a primary care medicine specialty.
10. **Continuation.** A majority of the remaining Members of the limited liability company may exercise the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued membership of a Member in this limited liability company, upon such terms as are provided in the Operating Agreement.
11. **Management.** The business of the company shall be conducted upon such terms as are provided in the operating agreement as adopted by its members, who shall vote according to their

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COUNTY

proportionate interest in their company and one or more managers appointed by operation of said agreement shall have exclusive authority to act for the company in all matters. No member shall be or act as an agent of the company except on upon such terms as are provided in the Operating Agreement. The names and addresses of the initial manager of the Company is:

James S. Waldron
1840 River Road
Jacksonville, Florida 32207.

12. **Organizer.** The name and address of each organizer of this Limited Liability Company is:

Anne H. Waldron, M.D.
1840 River Road
Jacksonville, Florida 32207

Kristi C. Aston, M.D.
1840 River Road
Jacksonville, Florida 32207

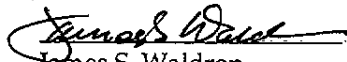
13. **Ownership and Voting Rights.** The Organizers shall hold equal shares in the ownership of the Company and equal voting rights in all matters to be determined by a vote of members. Shares of ownership and voting rights of members added to the Company after its organization shall be defined in the Operating Agreement.

14. **Distribution Rights.** All distributions to be made to members shall be made upon such terms as are provided in the Operating Agreement.

15. **Tax Classification.** The company shall be an eligible entity entitled to elect tax classification, and shall elect to be classified as a partnership.

16. **Amendment of Articles.** These articles of organization may be amended at any time for any purpose upon such terms as are provided in the Operating Agreement and by filing Articles of Amendment with the Secretary of State.


17. **Document Drafter.** This document was prepared by Anne H. Waldron, one of the organizers, and by James S. Waldron whose address is 1840 River Road, Jacksonville, Florida 32207, who is a manager of the company.


James S. Waldron
1840 River Road
Jacksonville, Florida 32207

10-5-99
Date

CONSENT TO APPOINTMENT AS REGISTERED AGENT

I, James S. Waldron, a manager of the company, accept appointment as registered agent, and state that I am familiar with the duties of a registered agent.


James S. Waldron
Registered Agent
1840 River Road
Jacksonville, Florida 32207

10-5-99
Date

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OCT-8 PM 5:00
SECRETARY OF STATE