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TALLAHASSEE, FLORIDA

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**LAW OFFICES OF
KENNEDY & ASSOCIATES, P.L.**

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Admitted in Ohio Only, Practice Limited
To Matters of Federal Tax Law

** Also Admitted in Colorado and Montana

*** Also Admitted in New York and the District of Columbia

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June 22, 2005

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

Re: Release of LRR, Inc. and Formation of L.R.R., P.A.

Dear Sir or Madam:

Enclosed please find the following:

1. A letter regarding Release of LRR, Inc. and Formation of L.R.R., P.A. from Lauren R. Rosecan, M.D.;
2. Articles of Incorporation of L.R.R., P.A.; and
3. Certificate Designating Place of Business of Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May Be Served.

Secretary of State
Page Two
June 22, 2005

We have also enclosed our check number 4398 in the amount of \$78.75 for the above referenced. Please file the originals and return the copies stamped with the date and time the documents have been accepted for filing. I have enclosed a self-addressed stamped envelope for the return of the requested documents.

Should you have any questions, please do not hesitate to contact our office.

Sincerely,

KENNEDY & ASSOCIATES, P.L.



Dana M. Santino

DMS/clr

Enc.

LAUREN R. ROSECAN, M.D.

901 North Flagler Drive
West Palm Beach, FL 33401

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

June 3, 2005

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

Re: Release of LRR, INC. and Formation of L.R.R., P.A.

Dear Sir or Madam:

Pursuant to my attorney's, Dana M. Santino's, telephone call with your office, the purpose of this correspondence is to inform you that I, as President of LRR, Inc., do not intend to reinstate the entity, LRR, Inc. LRR, Inc. was administratively dissolved on October 1, 2004, and because there is no intention to reinstate LRR, Inc., I hereby notify the State that the name LRR, Inc. is fully released.

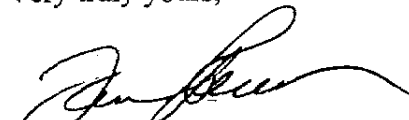
Differently, enclosed please find documents necessary to effectuate the corporate formation of L.R.R., P.A. Because, as previously stated, there is no intent to reinstate LRR, Inc. and the name LRR, Inc. is released, the name L.R.R., P.A. is available and these documents are all you will need to effectuate the corporate formation and filing of L.R.R., P.A.

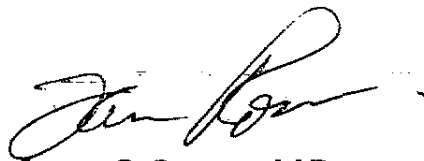
I have provided one original and one copy of each corporate formation document. Please file the originals and return the copies stamped with the date and time the documents were excepted for filing. For your convenience, I have enclosed a self addressed stamped envelope for the return of the requested documents.

Should you have any questions or comments in regard to this letter or its enclosures please do not hesitate to contact me.

Thank you in advance with your assistance regarding this matter.

Very truly yours,


Lauren R. Rosecan, M.D.,
President, LRR, Inc.


Lauren R. Rosecan, M.D.,
President, L.R.R., P.A.

Enclosures

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**ARTICLES OF INCORPORATION
OF
L.R.R., P.A.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, Florida Statutes §607.0101, et seq., hereby adopts the following Articles of Incorporation:

ARTICLE ONE

1.01 The name of this corporation is L.R.R., P.A.

ARTICLE TWO

2.01 The corporation is to have perpetual existence.

ARTICLE THREE

3.01 The corporation is organized for the purpose of practicing medicine and the rendition of medical services and transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act. The corporation shall have all powers permitted to a corporation under the Florida Business Corporation Act as enumerated in Florida Statute §607.0302 and §607.0303.

ARTICLE FOUR

4.01 The aggregate number of shares which the corporation shall have the authority to issue is 1,000 all of which shall be common shares with a par value of \$1.00 per share.

ARTICLE FIVE

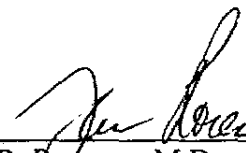
5.01 The street address of the initial registered office of the corporation is 901 N. Flagler Drive, West Palm Beach, FL 33401 and the name of the initial Registered Agent at that address is Lauren R. Rosecan, M.D.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that L.R.R., P.A., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 901 N. Flagler Drive, West Palm Beach, FL 33401.

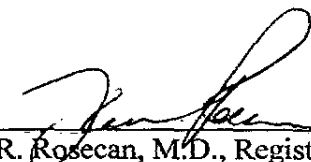
Second, named Lauren R. Rosecan, M.D., located at 901 N. Flagler Drive, West Palm Beach, FL 33401, as its Agent to accept service of process within Florida.



Lauren R. Rosecan, M.D.,
Incorporator

Date: June 20, 2005

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with provisions of all Statutes relative to the proper and complete performance of my duties.



Lauren R. Rosecan, M.D., Registered Agent

Date: June 20, 2005

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TALLAHASSEE, FLORIDA