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CR2E031(7/97)

COVER LETTER

TO: Registration Section Division of Corporations

SUBJECT: RADIOLOGY CONSULTANTS OF FLORIDA, P.A.

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 607.1115, F.S.

Please return all correspondence concerning this matter to: William B. Eck Contact Person Greenberg Traurig Firm/Company 2101 L. Street N.W., Suite 1000 Address Washington, DC 20037 City, State and Zip Code eckw@gtlaw.com E-mail address: (to be used for future annual report notification) For further information concerning this matter, please call: 331-3122 William B. Eck Name of Contact Person Area Code and Daytime Telephone Number Enclosed is a check for the following amount: \$105.00 Filing Fees \$113.75 Filing Fees \$113.75 Filing Fees ✓ \$122.50 Filing Fees, Certified Copy, and and Certificate of and Certified Copy Status Certificate of Status **STREET ADDRESS: MAILING ADDRESS:**

Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tailahassee, FL 32301

Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

Certificate of Conversion For "Other Business Entity" Into Florida Profit Corporation



6576

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 607.1115, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certification of Conversion is:
RADIOLOGY CONSULTANTS OF FLORIDA, PL
Enter Name of Other Business Entity
2. The "Other Business Entity" is a <u>professional limited liability company</u> (Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)
first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)
on February 13, 2007
Enter date "Other Business Entity" was first organized, formed or incorporated
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:
4. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:
RADIOLGY CONSULTANTS OF FLORIDA, P.A.
Enter Name of Florida Profit Corporation
5. If not effective on the date of filing, enter the effective date: date of filing .
(The effective date: 1) cannot be prior to nor more than 90 days after the date this
document is filed by the Florida Department of State; AND 2) must be the same as the
effective date listed in the attached Articles of Incorporation, if an effective date is liste therein.)

Signed this 315 t day of March	<u>, 20 10</u>				
Required Signature for Florida Profit Corporat	ion:				
Signature of Chairman, Vice Chairman, Director, Cobeen selected, an Incorporator: Printed Name: Ellis B. Norsoph Title:					
Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).] Signature:					
Printed Name: Ellis B. Norsoph	Title: Authorized Representative				
Signature: Printed Name:	_ Title:				
Signature:Printed Name:	_ Title:				
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If Florida General Partnership or Limited Liability Partnership: Signature of one General Partner.					
If Florida Limited Partnership or Limited Liability Limited Partnership:					
Signatures of <u>ALL</u> General Partners. If Florida Limited Liability Company: Signature of a Member or Authorized Representative.					
All others: Signature of an authorized person.					
Fees: Certificate of Conversion: Fees for Florida Articles of Incorporation: Certified Copy: Certificate of Status:	\$35.00 \$70.00 \$ 8.75 (Optional) \$ 8.75 (Optional)				



ARTICLES OF INCORPORATION OF RADIOLOGY CONSULTANTS OF FLORIDA, P.A. (A Florida Corporation)

ARTICLE I NAME

The name of this Corporation is RADIOLOGY CONSULTANTS OF FLORIDA, P.A. (hereinafter called the "Corporation").

ARTICLE II ADDRESS

The address of the principal office and the mailing address of the Corporation shall be: 6983 East Fowler Avenue, Tampa, Florida 33617.

ARTICLE III DURATION

The period of the duration of the Corporation is perpetual unless dissolved according to law.

ARTICLE IV PURPOSES

This Corporation is organized for the practice of medicine, directly and/or through subsidiaries, and all activities related or incidental thereto, and all activities permitted for such a corporation and for which such a corporation may be organized under Florida law, including Florida Statutes Ch. 621, as in effect from time to time or any successor thereto, so far as is or may be permitted by the laws of the State of Florida.

ARTICLE V POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized; to acquire, hold, own, use and dispose of real or personal property in connection with the purposes of the Corporation; and to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized; and to exercise all powers granted to a professional service corporation under Florida law.

ARTICLE VI AUTHORIZED STOCK

The authorized capital stock of the Corporation shall be 1,000 shares of voting Common Stock, par value \$0.01.

ARTICLE VII BOARD OF DIRECTORS

Management of the Corporation shall be vested in the Corporation's Board of Directors, the members of which shall be not less than one (1). The number and method of election of the directors of the Corporation shall be as stated in the Bylaws. The number constituting the initial Board of Directors is one (1). The name and address of the person who shall serve as the initial member of the Board of Directors of the Corporation is as follows:

Ellis B. Norsoph, M.D. 6983 East Fowler Avenue Tampa, Florida 33617

ARTICLE VIII BYLAWS

The Bylaws of the Corporation may be adopted, amended or repealed, in whole or in part, only by a majority of the members of the Board of Directors of the Corporation present and voting at any duly organized meeting of the Board of Directors at which a quorum is present. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or these Articles of Incorporation.

ARTICLE IX OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 1200 South Pine Island Road, Plantation, Florida 33324, and the name of its initial registered agent at such office is CT Corporation System .

ARTICLE X INCORPORATOR

The incorporator of the Corporation is Sonya Penley, 101 E. College Avenue, Tallahassee, FL 32301.

DATED: March **3**, 2010.

Sonya Penley, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of RADIOLOGY CONSULTANTS OF FLORIDA, P.A. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §617.0503.

CT CORPORATION SYSTEM

Registered Agent

By: Conine Buyan

Date: March 31, 2010

Connie Bryan Assistant Secretary