

P10000028764

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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DEPARTMENT OF REVENUE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

B. KOHR

APR - 2 2010

EXAMINER

FILED
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DIVISION OF CORPORATIONS
10 APR - 1 AM 9:40

Greenberg Traurig, P.A.

Requester's Name

Address

City/State/Zip

Phone #

Please call June at 222-6891 when ready.
Thank you!

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Radiology Consultants of Florida, P.A. L07000016576 (conversion from)
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name
- X Conversion

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

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:

William B. Eck

Name of Contact Person

at (202)

331-3122
Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- ☐ \$105.00 Filing Fees ☐ \$113.75 Filing Fees and Certificate of Status ☐ \$113.75 Filing Fees and Certified Copy ☒ \$122.50 Filing Fees, Certified Copy, and Certificate of Status

STREET ADDRESS:

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

MAILING ADDRESS:

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR - 1 AM 9:40

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR - 1 AM 9:40

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 Certificate of Conversion is:

L 0700001 6576

RADIOLOGY CONSULTANTS OF FLORIDA, PL

Enter Name of Other Business Entity

2. The "Other Business Entity" is a professional limited liability company
(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:

n/a

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 listed therein.)

Signed this 31st day of March, 20 10.

Required Signature for Florida Profit Corporation:

Signature of Chairman, Vice Chairman, Director, Officer, or, if Directors or Officers have not been selected, an Incorporator: _____

Printed Name: Ellis B. Norsoph Title: Director

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: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

Signature: _____

Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL 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:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$ 8.75 (Optional)
Certificate of Status:	\$ 8.75 (Optional)

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
10 APR - 1 AM 9:40

**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 31, 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: Connie Bryan

Date: March 31, 2010

Connie Bryan
Assistant Secretary