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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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TALLAHASSEE FLORIDA

**COVER LETTER**

**TO:** Charter Section  
Division of Corporations

**SUBJECT:** Hernando Radiology Consultants, 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, LLP

Firm/Company

2101 L Street, N.W., Suite 1000

Address

Washington, D.C. 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 at (202) 331-3122

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

- |   |   |  |  |
|---|---|--|--|
| <input type="checkbox"/> \$105.00 Filing Fees | <input type="checkbox"/> \$113.75 Filing Fees<br>and Certificate of<br>Status | <input checked="" type="checkbox"/> \$113.75 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$122.50 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|---|---|--|--|

**STREET ADDRESS:**

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

**MAILING ADDRESS:**

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

**Certificate of Conversion**

For

**"Other Business Entity"**

Into

**Florida Profit Corporation**

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:

**HERNANDO RADIOLOGY CONSULTANTS, 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 **January 5, 2009**

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:**

**HERNANDO RADIOLOGY CONSULTANTS, 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.)

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FLORIDA  
SECRETARY OF STATE

Signed this 24th day of January, 2014.

**Required Signature for Florida Profit Corporation:**

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

Printed Name: William B. Eck

Title: Incorporator

**Required Signature(s) on behalf of Other Business Entity:** [See below for required signature(s).]

Signature: [Signature]

Printed Name: William B. Eck

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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TALLAHASSEE FLORIDA

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

**ARTICLE I  
NAME**

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

**ARTICLE II  
ADDRESS**

The address of the principal office and the mailing address of the Corporation shall be: 100 South Ashley Drive, Suite 1500, Tampa, Florida 33602.

**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, 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.  
100 South Ashley Drive, Suite 1500  
Tampa, Florida 33602

**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 Systems.

**ARTICLE X**  
**INCORPORATOR**

The incorporator of the Corporation is William B. Eck, 2101 L Street NW, Suite 1000, Washington, DC, 20037.

**DATED:** January 24, 2014.

  
\_\_\_\_\_  
William B. Eck, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of HERNANDO RADIOLOGY CONSULTANTS, 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 SYSTEMS**  
Registered Agent

By: \_\_\_\_\_

Date: \_\_\_\_\_, 2014.

**ARTICLE X**  
**INCORPORATOR**

The incorporator of the Corporation is William B. Eck, 2101 L Street NW, Suite 1000, Washington, DC, 20037.

**DATED:** January 24, 2014.

  
\_\_\_\_\_  
William B. Eck, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of HERNANDO RADIOLOGY CONSULTANTS, 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 SYSTEMS**  
Registered Agent

By: \_\_\_\_\_

Date: 1/27, 2014.

**Angel Nunez**  
**Assistant Secretary**

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