

Division of Corporations

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To: Division of Corporations
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RECEIVED
01 MAY 30 PM 4:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

FACE-ODOLOGY, LLC

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$155.00

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**ARTICLES OF ORGANIZATION
OF
FACE-OLGY, LLC**

Under the Florida Limited Liability Company Act

ARTICLE I

NAME

The name of the limited liability company is FACE-OLGY, LLC (the "Company").

ARTICLE II

MAILING AND STREET ADDRESS

The mailing and street address of the principal office of the Company is 1314 East Las
Olas Boulevard, #1099, Fort Lauderdale, Florida 33301.

ARTICLE III

REGISTERED AGENT AND OFFICE

The name and street address of the Company's initial Registered Agent in Florida is
EMO Corporate Services, Inc., 100 NE Third Avenue, Suite 1100, Fort Lauderdale, Florida
33301.

ARTICLE IV

MANAGEMENT

The Company is to be a member-managed company.

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ARTICLE V

ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members upon the written consent of a majority interest of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time new members are admitted.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on May 30, 2001.

By: Gerald W. Gritter
Name: Gerald W. Gritter
Title: Authorized Representative of a Member

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for FACE-ODOLOGY, LLC, at the place designated in the foregoing Articles of Organization, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Limited Liability Company Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

EMO CORPORATE SERVICES, INC.,
Initial Registered Agent

Dated: 5/30/01

By: Jennifer D. Weinbach
Name: Jennifer D. Weinbach
Title: Assistant Secretary

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