

LO2000005327

CHARLES E. BERGMANN, P.A.

ATTORNEY AT LAW

BOARD CERTIFIED CIVIL TRIAL LAWYER

ONE URBAN CENTRE, SUITE 750  
4830 WEST KENNEDY BOULEVARD  
TAMPA, FLORIDA 33609

TELEPHONE  
(813) 286-4300

FACSIMILE  
(813) 286-4168

00789-01122-02870-00676

February 15, 2002

VIA FEDERAL EXPRESS

Registration Section  
Division of Corporations  
409 East Gaines Street  
P. O. Box 6327  
Tallahassee, FL 32399

Re: Body Image Laser Institute Development, LLC

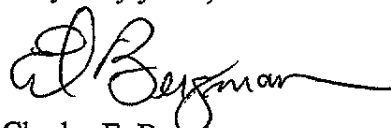
Gentlemen:

Enclosed please find original and duplicate original of Articles of Organization of the Body Image Laser Institute Development, LLC, together with Designation of Registered Agent and Affidavit of Membership and Contributions. I would appreciate it if you would file the original and return the duplicate showing the date of filing. We also request a Certificate of Status. Enclosed is my firm check in the sum of \$130.00 representing payment of your filing fees as follows:

\$100.00	Filing fee for Articles of Organization
\$ 25.00	Filing fee for Designation of Registered Agent
\$ 5.00	Certificate of Status
\$130.00	

Thank you for your prompt attention to this matter, and should you need any additional information or have any questions, please feel free to contact the undersigned.

Very truly yours,



Charles E. Bergmann

CEB/sg  
Enclosures

FILED  
02 MAR -5 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

800004948448--0  
-02/18/02-01057-014  
\*\*\*130.00 \*\*\*130.00

3/5 FL UC

W02-5146



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 21, 2002

CHARLES E. BERGMANN  
ONE URBAN CENTRE, SUITE 750  
4830 WEST KENNEDY BOULEVARD  
TAMPA, FL 33609

SUBJECT: BODY IMAGE LASER INSTITUTE DEVELOPMENT, LLC  
Ref. Number: W02000005146

We have received your document for BODY IMAGE LASER INSTITUTE DEVELOPMENT, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Michelle Hodges  
Document Specialist

Letter Number: 402A00010812

**ARTICLES OF ORGANIZATION OF  
BODY IMAGE LASER INSTITUTE DEVELOPMENT, LLC**

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles will serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I.**

**NAME**

The name of the limited liability company shall be **Body Image Laser Institute Development, LLC.**

**ARTICLE II.**

**PRINCIPAL PLACE OF BUSINESS**

The mailing address and the street address of the Limited Liability Company's principal office shall be located at 13905 Carrollwood Village Run Tampa, Florida 33624. It shall have the power and authority to establish branches or offices at any other place or places as the members may designate.

**ARTICLE III.**

**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

02 MAR -5 PM 2:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall be consistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

#### ARTICLE IV.

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE V.

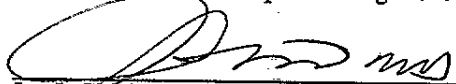
#### REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

A. Jay J. Garcia, M.D.


B. The Florida street address is 13905 Carrollwood Village Run, Tampa, Florida, 33624.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided in Chapter 608, F.S.

  
Jay J. Garcia, M.D. as Registered Agent

The undersigned, being one of the original members of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of Body Image Laser Institute Development, LLC. In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Executed by the undersigned at Tampa, Florida on the 27<sup>th</sup> day of February 2002.

  
Jay J. Garcia, M.D.