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AL

LIMITED LIABILITY COMPANY

Naples Aesthetic Surgery Institute, LC

Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$130.00

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**ARTICLES OF ORGANIZATION OF
NAPLES AESTHETIC SURGERY INSTITUTE, LC**

The undersigned, being authorized to execute and file these Articles, hereby certifies that the members have associated themselves together for the purpose of becoming a professional 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. The undersigned further declares that the following Articles shall be 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 **NAPLES AESTHETIC SURGERY INSTITUTE, LC** (the "Company").

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Company shall be 1660 Medical Boulevard, Suite 100, Naples, Florida 34110.

ARTICLE III

REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida are **Naples-Lawdock, Inc., c/o Quarles & Brady LLP**, 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

ARTICLE IV

DURATION

This Company shall exist perpetually unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Operating Agreement adopted by its members.

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ARTICLE V
MANAGEMENT

The Company shall be manager-managed in accordance with the Company's Operating Agreement. The name and address of the managers are as follows:

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TALLAHASSEE, FLORIDA

<u>NAME</u>	<u>ADDRESS</u>
Kriston J. Kent, M.D.	1660 Medical Boulevard, Suite 100 Naples, Florida 34110
Andrea P. Basile, M.D.	1660 Medical Boulevard, Suite 100 Naples, Florida 34110

ARTICLE VI
RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members upon making such contributions as are set out in the Operating Agreement, and otherwise complying with and agreeing to the terms and provisions of the Operating Agreement.

ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS

Upon the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the existence of the Company shall continue.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in these Articles, the undersigned hereby accepts the appointment as registered agent and agrees to act in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided in Section 608.415, Florida Statutes.

NAPLES-LAWDOCK, INC., Registered Agent

By: 
KIMBERLY LEACH JOHNSON
Its: Secretary

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IN WITNESS WHEREOF, the undersigned has signed these Articles Of Organization as authorized representative at Naples, Florida on the _____ day of November, 2002.



KIMBERLY LEACH JOHNSON,
Secretary, Naples-Lawdock, Inc.,
Authorized Representative

In accordance with § 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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