

**W04000014481**

Florida Department of State  
Division of Corporations  
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From: Account Name : EMPIRE CORPORATE KIT COMPANY  
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**LIMITED LIABILITY COMPANY**

**weston cosmetic center & spa, llc**

Certificate of Status	0
Certified Copy	1
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EFFECTIVE DATE  
2-19-04



FLORIDA DEPARTMENT OF STATE  
Glenda E. Hood  
Secretary of State

February 20, 2004

EMPIRE

SUBJECT: WESTON COSMETIC CENTER & SPA, LLC  
REF: W04000007349

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on February 19, 2004. Please amend your document accordingly.

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

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Trevor Brumbley  
Document Specialist

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**ARTICLES OF ORGANIZATION  
OF  
WESTON COSMETIC CENTER & SPA, LLC**

The undersigned initial member of WESTON COSMETIC CENTER & SPA, LLC, a Florida limited liability company formed hereunder (the "Company"), on behalf of the other members of the Company, hereby forms a limited liability company under the laws of the State of Florida.

**ARTICLE I. COMPANY NAME**

The name of this Company is: WESTON COSMETIC CENTER & SPA, LLC

**ARTICLE II. COMMENCEMENT AND TERM OF EXISTENCE**

In accordance with Section 608.409(1) of the Florida Limited Liability Company Act (the "Act"), the term of existence of the Company shall commence Feb. 19, 2004, and shall continue until December 31, 2044, unless otherwise dissolved pursuant to Article VIII of these Articles of Organization.

**ARTICLE III. MAILING ADDRESS OF COMPANY**

The mailing address of the Company is:

430 N.E. 12<sup>TH</sup> STREET  
BOCA RATON, FL 33432

**ARTICLE IV. STREET ADDRESS OF COMPANY**

The street address of the principle office of the Company is:

430 N.E. 12<sup>TH</sup> STREET  
BOCA RATON, FL 33432

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**ARTICLE V. REGISTERED AGENT AND REGISTERED AGENT'S ADDRESS**

The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

MARIA ROSARIO  
430 N.E. 12<sup>TH</sup> STREET  
BOCA RATON, FL 33432

2-14-04

**ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS**

Pursuant to Section 608.4232 of the Act, the Company may admit additional members upon the affirmative vote of a majority of those managers of the Company in attendance at a duly called meeting of the managers at which a quorum exists or by written consent of a majority of the managers of the Company. Any new member which is approved by the managers of the Company as set forth herein shall become a member of the Company upon payment of the contribution to the capital of the

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Company as established from time to time by the managers, and upon such member's agreement to comply with these Articles of Organization, the Regulations and such other documents, statutes, rules, regulations or guidelines as the managers may from time to time determine in their sole discretion.

**ARTICLE VII. RIGHT OF ASSIGNEE TO BECOME A MEMBER**

An assignee of a member's interest in the Company may become a member of the Company, and acquire the rights and powers and be subject to the restrictions and liabilities of a member of the Company, upon the affirmative vote of a majority of all the members of the Company (excluding the member seeking to transfer his interest in the Company) which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company (excluding the member seeking to transfer his interest in the Company) as set forth in the Regulations, provided such assignment and admission of such assignee as a member complies with the terms and conditions of the Regulations of the Company.

**ARTICLE VIII. DISSOLUTION OF COMPANY**

Upon the death, bankruptcy or dissolution of a member or upon the occurrence of any other event provided in the Regulations of the Company or under the Act, the Company shall be dissolved unless the members elect to continue the Company either upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

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**ARTICLE IX. MANAGERS**

The Company shall be managed by managers. The name and address of the initial manager is set forth below. The initial manager shall serve as manager until the first annual meeting of the members or until its successors are elected and qualify.

MARIA ROSARIO  
430 N.E. 12<sup>TH</sup> STREET  
BOCA RATON, FL 33432

**ARTICLE X. RETURN OF CAPITAL**

No member shall have the right to demand the return of his or its contribution to capital except as provided in the Company's Regulations then in existence.

**ARTICLE XI. AMENDMENT TO ARTICLES OF ORGANIZATION**

Members may adopt, alter, amend or repeal any provision of the Articles of Organization upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

**ARTICLE XII. AMENDMENT OF REGULATIONS**

Pursuant to Section 608.423 (1) of the Act, the managers of the Company may adopt, alter, amend or repeal any provision of the Regulations upon the affirmative vote of a majority of those managers of the Company in attendance at a meeting of the managers duly called at which a quorum exists or by written consent of a majority of the managers of the Company; provided, however, any provision which has been previously adopted, altered or amended by the members and which states that it may only be amended, altered or repealed by the members, may not be altered, amended or repealed by the managers but shall only be amended, altered or repealed upon the affirmative vote of a majority of all of the members of the Company which vote is taken at a duly called meeting of the members or by written consent of a majority of the members of the Company.

IN WITNESS WHEREOF, the undersigned initial member has executed the foregoing Articles of Organization as of this 19 day of February, 2004.

**INITIAL MEMBER:**

By: M. Rosario  
MARIA ROSARIO  
Its Manager

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TALLAHASSEE, FLORIDA

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FURTHER AFFIANT SAYETH NOT

Under penalties of perjury, the undersigned, as officers and authorized representatives of the initial members of the Company, declare that they have read the foregoing and that the facts alleged are true to the best of his knowledge and belief.

INITIAL MEMBER:

By:   
MARIA ROSARIO  
Its Manager

Dated: 2/17/04

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF ACCEPTING DESIGNATION AS  
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN  
THIS STATE MAY BE SERVED**

The following is submitted pursuant to Sections 608.415 and 608.507 of the Florida Limited Liability Company Act: MARIA ROSARIO, 430 N.E. 12<sup>TH</sup> STREET, BOCA RATON, FL 33432.

Having been appointed registered agent of WESTON COSMETIC CENTER & SPA, LLC, in its Articles of Organization, at the place designated in such Articles of Organization, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

  
\_\_\_\_\_  
MARIA ROSARIO

Dated

2/17/04

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TALLAHASSEE, FLORIDA

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THE STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act.

The Corporation desires to organize under the laws of the State of Florida with its office as indicated in the Articles of Incorporation located at 430 N.E. 12<sup>TH</sup> STREET, BOCA RATON, FL 33432, appoints MARIA ROSARIO, as its agent to accept service of process within the State.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relating to keeping open said office.

  
MARIA ROSARIO  
Registered Agent

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TALLAHASSEE, FLORIDA

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