

W05000026381

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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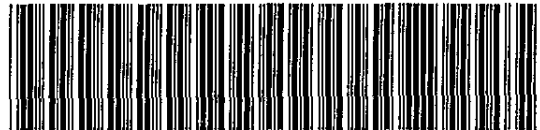
(Business Entity Name)

(Document Number)

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 8, 2005

KATHLEEN FULLER
322 SW OCEAN BLVD.
STUART, FL 34994

SUBJECT: OUT OF THE BOX LIMITED LIABILITY COMPANY
Ref. Number: W05000012042

We have received your document for OUT OF THE BOX LIMITED LIABILITY COMPANY and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 505A00016031

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TALLAHASSEE, FLORIDA

Limited Liability Company

Articles of Organization

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State of Florida, do hereby state and certify the following:

1. The name of the Liability Company shall be Out Of The Box LIMITED LIABILITY COMPANY.

2. The registered office of the company is located at 322 SW Ocean Blvd., City of Stuart, State of Florida. Its registered agent is Kathleen Sue Fuller, M.S. for service of process.

I accept. Kathleen Sue Fuller, M.S.

3. The principal place of business of the Company is located at 322 Sw Ocean Blvd., City of Stuart, State of Florida.

4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.

5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame.

6. Indemnification.

- a. The company shall indemnify any person who is or was a party, who is threatened to be made a party, to any threatened, pending, or completed action, suitor proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and with respect to any criminal

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action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

- b. The foregoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnization; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court.
- c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.

7. Composition of management. The management of the company will be vested in a board of managers, consisting of a number not more than one, who are required to be members of the company, designated in accordance with the terms of the company operating agreement.

8. The names and addresses of the Manager(s) of the Company are as follows:

Kathleen Sue Fuller
322 SW Ocean Blvd. Stuart, Fl. 34994

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9. The amount of capital each Member has contributed or has agreed to contribute:

**Member
Capital Contributed**

Kathleen Sue Fuller
Time and equipment and 1% of the capital

Center of Life Health, Inc.
99%

**Member
Capital Agreed to Contribute**

Kathleen Sue Fuller
Time in service and managing this company, office equipment, office space, and \$2.00.

Center of Life Health, Inc.

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\$2,000.00

10. The company shall have the right to add additional Members according to the terms of the Operating Agreement.

11. The Members may only discontinue business upon an event of dissolution only according to the terms of the Operating Agreement.

12. The company shall be initially organized with at least two Members.

MANAGING MEMBER(S):

Kathleen Fuller
Signature

Signature

MEMBERS:

Center of Life Health
Signature

Signature

Signature

Signature

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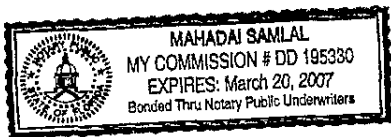
Signature

Signature

STATE OF FLORIDA

COUNTY OF MARTIN

On the 25 day of Feb., 05, personally appeared
before me Kathleen Butler, the signer(s) of the within
instrument, who duly acknowledged to me that they executed the same.



Mahadai Samlal
Notary Public

Residing at:

My Commission expires:

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