

MAR 1 2006 2:17PM
Division of Corporations

TRENAM, KEMKER

0.3/52 P. 1 Page 1 of 1

L06000022544

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000054939 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : TRENAM, KEMKER, SCHARF, BARKIN, FRYE, O'NEILL & MULLIS, P.A.
Account Number : 076424003301
Phone : (813) 223-7474
Fax Number : (813) 229-6553

JTM 04-4507

FLORIDA/FOREIGN LIMITED LIABILITY CO.

MANASOTA MEDICAL SPA, P.L.

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$155.00

RECEIVED

06 MAR - 1 PM 2:22

DIVISION OF CORPORATIONS

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

06 MAR - 1 AM 9:19

FILED

Electronic Filing Menu

Corporate Filing Menu

Help

((H06000054939 3)))

**ARTICLES OF ORGANIZATION
OF
MANASOTA MEDICAL SPA, P.L.**

The undersigned authorized representative of a member hereby executes these Articles of Organization ("Articles") for the purpose of forming a professional limited liability company in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this limited liability company (the "Company") shall be:
Manasota Medical Spa, P.L.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Company shall be:
1250 S. Tamiami Trail
Suite 301
Sarasota, Florida 34239

ARTICLE III

Registered Office and Registered Agent

The initial registered office of the Company shall be located at 101 E. Kennedy Boulevard, Suite 2700, Tampa, Florida 33602, and the initial registered agent of the Company at such office shall be Don B. Weinbren. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE IV

Business and Purposes

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

(a) to engage solely and specifically in the business of carrying on the general practice of medicine and the provision of related healthcare services, through licensed medical

((H06000054939 3)))

FILED
06 MAR - 1 AM 9:19
STATE
TALLAHASSEE, FLORIDA

((H06000054939 3)))

professionals employed by it, and to employ such non-licensed personnel as may be appropriate to facilitate the provision of health care services;

(b) to contract with one or more parties to manage all or a portion of its medical practice;

(c) to invest in real estate, mortgages, stocks, bonds or any other type of investments;

(d) to own or lease real and personal property necessary for the rendering of the above professional services;

(e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its rights, privileges or franchises, or for other lawful purposes; to issue promissory notes and other obligations and evidences of indebtedness payable at a specified time or times and secured by mortgages or otherwise; and

(f) in general, to have and exercise all powers conferred by the laws of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

ARTICLE V

Members Must Be Professionals

In accordance with the applicable provisions of Chapter 621, Florida Statutes, each member of the Company must be either a professional corporation, a professional limited liability company, or a natural person who is duly licensed or otherwise legally authorized to practice medicine in the State of Florida.

ARTICLE VI

Operating Agreement

The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the members of the Company. The operating agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

((H06000054939 3)))

FILED
06 MAR -1 AM 9:11
TALLAHASSEE, FLORIDA

((H06000054939 3)))

ARTICLE VII

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned authorized representative of a member, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.



Don B. Weinbren
Authorized Representative of a Member

FILED
06 MAR - 1 AM 9:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H06000054939 3)))

MAR 1 2006 2:18PM TRENAM, KEMKER

NO. 3152 P. 5

((H06000054939 3)))

MANASOTA MEDICAL SPA, P.L.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 28th day of February, 2006.



Don B. Weinbren

FILED
06 MAR -1 AM 9:19
TALLAHASSEE, FLORIDA

((H06000054939 3)))