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•	Cooper, Byrne		
	Req	uestor's Name	
	3520 Thomasville Ro		
		Address	
	Tallahassee FL 323	09 850-553-4300	
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<u> </u>	Profit	Amendment . ,	
X	NonProfit	Resignation of R.A., Officer/Director	
	Limited Liability	Change of Registered Agent	
	Domestication	Dissolution/Withdrawal	
	Other	Merger	
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	OTHER FILINGS:	REGISTRATION/// QUALIFICATION	
L	Annual Report		
	Fictitious Name	Foreign .	
	Name Reservation	Limited Partnership	
		Reinstatement	
		Trademark	
		Other	

CR2E031(1/95)

Examiner's Initials

# ARTICLES OF ORGANIZATION La PASCUA, PLLC

TO THE REAL PROPERTY OF THE PARTY OF THE PAR The undersigned, pursuant to the provisions of Chapter 608 of the Florida Stat "Florida Limited Liability Company Act"), and Chapter 621 of the Florida Statutes (the "Professional Service Corporation and Limited Liability Company Act") for the purpose of forming a Professional Limited Liability Company (within the meaning of Section 621.03(3), Florida Statutes) under the laws of the State of Florida do set forth the following:

### 1. NAME.

The name of the limited liability company is La Pascua, PLLC (hereinafter referred to as the "Company").

### 2. PERIOD OF DURATION.

The period of duration of the Company shall be from the date of filing of its Articles of Organization until the first to occur of the following:

- Dissolution of the Company pursuant to the provisions of the Florida Limited (i) Liability Act, or
- (ii) By the mutual written agreement of a majority in capital interest of the Members; and
- (iii) As provided for in any written Operating Agreement among all of the Members.

### 3. PURPOSE.

The purpose for which the Company is organized is to engage in and carry on the practice of an aesthetician/skin care specialist in the State of Florida, and to provide my services and engage in all activities incident thereto. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of Chapter 608, Florida Statutes, and Chapter 621, Florida Statutes.

# 4. ADDRESS AND PLACE OF BUSINESS.

The mailing address and the street address of the place of business for the Company is 2801 Cancellorsville Drive, #335, Tallahassee, Florida 32312. Such address may be changed from time to time as provided in the Operating Agreement.

# 5. **REGISTERED AGENT.**

The initial registered agent in Florida for the Company is Wendy L. Stone, and the initial registered office is located at 2801 Chancellorsville Drive, #335, Tallahassee, Florida 32321.

# 6. **CAPITAL CONTRIBUTIONS**.

The Members shall make such initial and additional contributions to the capital of the Company as may be required pursuant to the written Operating Agreement among the Company's Members.

# 7. MEMBERS.

- (a) The Company shall at all times have at least one (1) Member (each a "Member", and collectively, the "Members"), and may admit additional Members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement.
- (b) No person shall be a Member of the Company unless such person is (i) an aesthetician, duly qualified and licensed to practice in the State of Florida; or (ii) a professional corporation, limited liability company, or partnership in which all of the shareholders or members or

partners, as the case may be, are duly qualified and licensed to practice as aestheticians in the State of Florida.

### 8. **CONTINUITY OF BUSINESS.**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company.

## 9. MANAGEMENT.

Management of the Company shall be by one or more Managers (each a "Manager" and, collectively, the "Managers"). Any Manager shall also be a Member. The Members shall elect any Manager(s) in the manner provided in the Operating Agreement. Any such Manager shall have the powers and authority expressly granted under the Operating Agreement. The Initial Manager is Wendy L. Stone.

### 10. INDEMNIFICATION.

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any Member or former Member to the full extent permitted under Florida law.

La PASCUA, PLLC

# ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of La PASCUA, PLLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by La PASCUA, PLLC.

Executed this  $\mathcal{L}^{\mathcal{H}}$  day of May, 2006.

WENDY L. STONE, REGISTERED AGENT

FOR THE LIMITED LIABILITY COMPANY:

WENDY L. STONE, MEMBE