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PICK-UP WAIT MAIL
(Business Entity Name)
(Document Number)
Certified Copies Certificates of Status
Special Instructions to Filing Officer:

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DIVISION OF CORPORATION

#### **COVER LETTER**

TO: Registration Section Division of Corporations		
SUBJECT: Presh MedSpa, LLC		
(Name of Resulting Florida Limited Company)		
The enclosed Certificate of Conversion, Articles of Organization, and fees are submitted to convert an "Other Business Entity" into a "Florida Limited Liability Company" in accordance with s. 608.439, F.S.		
Please return all correspondence concerning this matter to:		
Erin Smith Aebel, Esq. (Contact Person) Shumaker, Loop & Kendrick, LLP (Firm/Company)	07 FE8 20	HVISION OF C
101 E. Kennedy Blvd., Suite 2800	PH	- 0RP
(Address)	1:43	CORPORATION
Tampa, FL 33602	$\Xi$	Tio
(City, State and Zip Code)		奈
For further information concerning this matter, please call:		
Erin Smith Aebel at ( 813 ) 229-7600		
(Name of Contact Person) (Area Code and Daytime Telephone Number)		
Enclosed is a check for the following amount:		
\$150.00 Filing Fees (\$25 for Conversion & and Certificate of Status  \$180.00 Filing Fees and Certified Copy Certified Copy, and Certificate of Status		
STREET ADDRESS: Registration Section Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301  MAILING ADDRESS: Registration Section Division of Corporations P. O. Box 6327 Tallahassee, FL 32314		

# 07 FEB 20 PM 1:

#### Certificate of Conversion For

#### "Other Business Entity"

Into

#### Florida Limited Liability Company

This Certificate of Conversion and attached Articles of Organization are submitted to convert the following "Other Business Entity" into a Florida Limited Liability Company in accordance with s.608.439, Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this		
Certificate of Conversion is: Presh Med Spa, P.A.		
(Enter Name of Other Business Entity)		
2. The "Other Business Entity" is a COPPORATION  (Enter entity type. Example: corporation, limited partnership, sole proprietorship, general partnership, common law or business trust, etc.)		
first organized, formed or incorporated under the laws of Florida  (Enter state, or if a non-U.S. entity, the name of the country)		
on 11/21/2005		
(Enter date "Other Business Entity" was first organized, formed or incorporated)		
3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:		
4. The name of the Florida Limited Liability Company as set forth in the attached Articles of Organization:		
Presh MedSpa, LLC		
(Enter Name of Florida Limited Liability Company)		

Page 1 of 2

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Organization, if an effective date is listed therein.)

Signed this 2 day of February 2007

Signature of Authorized Person:

Printed Name: Gary C. Chierico, M.D. Title: President

#### Fees:

Certificate of Conversion: \$25.00 Fees for Florida Articles of Organization: \$125.00

5. If not effective on the date of filing, enter the effective date:

Certified Copy: \$30.00 (Optional)
Certificate of Status: \$5.00 (Optional)

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#### ARTICLES OF ORGANIZATION PRESH MEDSPA, LLC

#### ARTICLE I - Name:

The name of the Limited Liability Company is PRESH MEDSPA, LLC.

#### ARTICLE II - Address:

The street and mailing address of the principal office of the Limited Liability Company is:

2409 Desota Drive Fort Lauderdale, FL 33301

IN WITNESS WHEREOF, I have signed these Articles of Organization as an authorized representative of a member and acknowledged them to be my act this 2<sup>nd</sup> day of February, 2007.

(In accordance with section 608.408(3). Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

> Erin Smith Aebel, Esq. Typed or printed name of signee

### CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is PRESH MEDSPA, LLC.
- 2. The name and the Florida street address of the registered agent are:

Erin Smith Aebel, Esq.
Shumaker, Loop & Kendrick, LLP
101 East Kennedy Blvd.
Suite 2800
Tampa, Florida 33602

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature

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