

L07000060360

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(Address)

(Address)

(City/State/Zip/Phone #)

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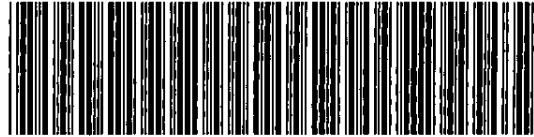
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATIONS
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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: LIPSMART USA, LLC.
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

WILLIAM GERBER
(Name of Person)

LIPSMART USA, LLC.
(Firm/Company)

PO BOX 880088
(Address)

BOCA RATON, FL 33488
(City/State and Zip Code)

For further information concerning this matter, please call:

Bill Gerber at (**954**) **421-6565 ext. 13**
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input type="checkbox"/> \$25.00 Filing Fee | <input checked="" type="checkbox"/> \$30.00 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$55.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input type="checkbox"/> \$60.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|---|---|--|--|

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

LIPSMART USA, LLC.

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 06/07/2007 and assigned
document number L07000060360.

SECOND: This amendment is submitted to amend the following:

CHANGE MANAGING MEMBER - DELETE

OLD MGRM - VALESSENCE GROUP, LLC.

ADD NEW MGRM - TRESKO II, LLC.

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Dated DECEMBER 11, 2007.



Signature of a member or authorized representative of a member

WILLIAM GERBER

Typed or printed name of signee

Filing Fee: \$25.00