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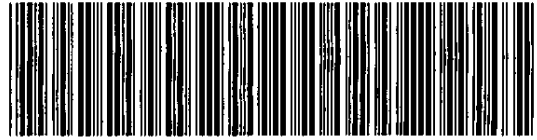
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DIVISION OF CORPORATIONS
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T. HAMPTON

APR - 9 2009

EXAMINER

86K51-600

CRAIG E. ROTHBURD, P.A.

ATTORNEY AT LAW
808 W. DE LEON STREET
TAMPA, FLORIDA 33606

Attorney: Craig E. Rothburd
Legal Assistant: JoAnn O'Leary

Telephone: (813) 251-8800
Telecopier: (813) 251-5042
Sender's e-mail: crothburd@e-rlaw.com

March 30, 2009

Secretary of State
Attn: Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Re: Articles of Organization for TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C.
File No. 5907**

Dear Clerk:

Please find enclosed Articles of Organization of **Tru-Lipo & Weight Loss Center, L.L.C.**, and the required filing fee of \$125.00. Please return proof of filing of the Articles of Organization in the envelope provided. Thank you in advance for your anticipated cooperation.

Sincerely,

CRAIG E. ROTHBURD, P.A.



Craig E. Rothburd

CER/jo
Enclosure(s)

CRAIG E. ROTHBURD, P.A.

ATTORNEY AT LAW
808 W. DE LEON STREET
TAMPA, FLORIDA 33606

Attorney: Craig E. Rothburd
Legal Assistant: JoAnn O'Leary

Telephone: (813) 251-8800
Telecopier: (813) 251-5042
Sender's e-mail: crothburd@e-rlaw.com

April 7, 2009

Attn: Tammy Hampton
Regulatory Specialist II
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

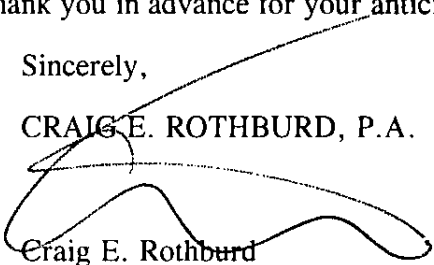
**Re: Articles of Organization for TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C.
File No. 5907**

Dear Ms. Hampton:

Please find enclosed a copy of your correspondence dated April 2, 2009, along with the revised Articles of Organization of **Tru-Lipo & Weight Loss Center, L.L.C.**. The required filing fee of \$125.00 has previously been paid. Please return proof of filing of the Articles of Organization in the envelope provided. Thank you in advance for your anticipated cooperation.

Sincerely,

CRAIG E. ROTHBURD, P.A.



Craig E. Rothburd

CER/jo
Enclosure(s)



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 2, 2009

CRAIG E ROTHBURD, PA
808 W DE LEON BLVD
TAMPA, FL 33606

SUBJECT: TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C.
Ref. Number: W09000015498

We have received your document for TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C. 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 Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

Please return the corrected original and one copy of 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) 245-6855.

Tammy Hampton
Regulatory Specialist II
Registration/Qualification Section

Letter Number: 609A00011136

ARTICLES OF ORGANIZATION

OF

TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C.

The undersigned certifies that he has associated for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit under Chapter 608, Florida Statutes. We further declare that the following Articles shall serve as the Charter and authority for the conduct of the limited liability company.

ARTICLE I

NAME

The name of this Limited Liability Company is **TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C.**

ARTICLE II

DURATION

The duration of this Limited Liability Company shall be perpetual.

ARTICLE III

PURPOSE

This Limited Liability Company is created for the purpose of owning and operating a healthcare facility as well as transacting any and all other lawful business as may be agreed upon from time to time by its members.

ARTICLE IV

PLACE OF BUSINESS AND REGISTERED AGENT

The principal place of business of this Limited Liability Company shall be:

1817 U.S. Hwy 19 S
Holiday, Florida 34691

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ARTICLE V

Page 2 of 5

ARTICLE VIII

TRANSFERABILITY OF MEMBERS' INTEREST

A member's interest in this Limited Liability Company may be transferred or assigned, voluntarily or involuntarily, only with the unanimous written consent of all the remaining members of the Limited Liability Company. The transferee of interest of any member shall have no right to participate in the management of the business and the affairs of the Limited Liability Company or to become a member without unanimous written consent of all of the remaining members. The transferee shall be entitled to receive only the share of profits or other compensation by way of income or return of contributions to which that member otherwise would be entitled.

ARTICLE IX

PROFITS AND LOSSES

The members of this Limited Liability Company shall be entitled to the net profits arising from the operation of the company business. Each member shall be entitled to his or her distributive share of the profits according to his or her pro rata contribution to capital and interest in the Limited Liability Company. Losses shall be passed through to each member in the same proportion according to his or her pro rata interest in the company.

ARTICLE X

WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY OR EXPULSION

In the event of withdrawal, retirement, death, bankruptcy or expulsion of a member, this Limited Liability Company shall cease doing business and its existence shall terminate unless the remaining members, by written unanimous consent, agree to the continuation of the business.

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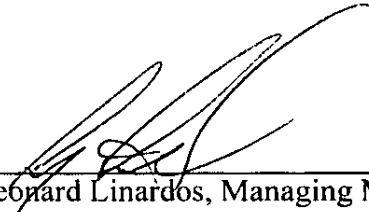
ARTICLE XI

AMENDMENTS

These articles, except with respect to the vested rights of the members, may be amended from time to time by the unanimous vote in interest of the members, and the amendments shall then be filed, with the Florida Department of State after being duly executed by each of the members of the Limited Liability Company. All members of the Limited Liability Company agree to abide by the unanimous decision and agree to execute such amendments for the purpose of filing them with the Florida Department of State.

IN WITNESS WHEREOF, Leonard Linardos, a member of TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C., has executed these Articles of Organization on this 27th day of March, 2009.

By:


Leonard Linardos, Managing Member

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.901, Florida Statutes, the following is submitted:

TRU-LIPO & WEIGHT LOSS CENTERS, L.L.C., with its principal place of business at 1817 US HWY 19 S, HOLISTAY, FLORIDA 33469, has named Craig E. Rothburd, located at 808 W. De Leon Street, City of Tampa, County of Hillsborough, State of Florida, 33606, as its agent to accept service of process within the State of Florida.

**TRU-LIPO & WEIGHT LOSS
CENTERS, L.L.C.**

By:


Leonard Linardos, Managing Member

Acknowledgment of Registered Agent and duties pursuant to Chapter 608, Florida Statutes. Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in the certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of Chapter 608, of the Florida Statutes, relative to keeping open the above office address for the purpose of service of process.


Craig E. Rothburd

DATED: 3/27/09

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