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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHR

MAY - 1 2009

EXAMINER

**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.

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1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is Rejuven, Inc.

2. The "Other Business Entity" is a corporation, first organized, formed or incorporated under the laws of Florida on November 25, 1997.

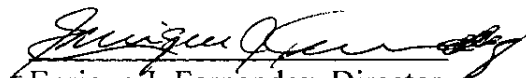
3. The name of the Florida limited liability company as set forth in the attached Articles of Organization is Rejuven, LLC.

Signed on this 27 day of April, 2009.

Signature of Member or Authorized Representative of limited liability company:


Enrique J. Fernandez, Manager

Signature on behalf of "Other Business Entity":


Enrique J. Fernandez, Director

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09 APR 29 PM 9:15
CLERK OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
REJUVEN, LLC
a Limited Liability Company**

FILED
09 APR 29 AM 9:15
STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the limited liability company ("Company") is Rejuven, LLC.

ARTICLE II

Address

The mailing and street address of the Company's principal office is 2902 59th Street West, Suite A, Bradenton, Florida 34209.

ARTICLE III

Duration

The period of duration of the Company is perpetual, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE IV

Registered Agent and Office

The name of the Company's registered agent in Florida is Grimes Goebel Grimes Hawkins Gladfelter & Galvano, P.L. The address of the Company's registered agent is 1023 Manatee Avenue West, Bradenton, Florida 34205.

ARTICLE V

Management

The Company is a Manager-managed company. The Manager is identified as follows:

Enrique J. Fernandez

ARTICLE VI

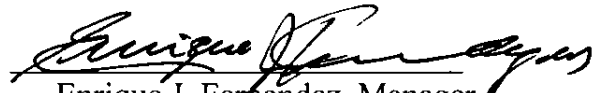
Admission of New Members

Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE VII

The remaining members of the Company have the right to continue the business on 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.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this 27 day of April, 2009.


Enrique J. Fernandez, Manager

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

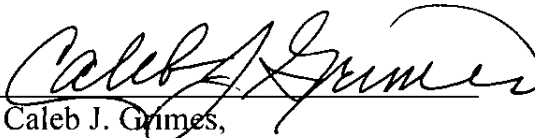
PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is Rejuven, LLC.
2. The name and the Florida street address of the registered agent and office are:
Grimes Goebel Grimes Hawkins Gladfelter & Galvano, P.L., 1023 Manatee Avenue West, Bradenton, Florida 34205.

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 as provided for in Chapter 608, Florida Statutes.

Dated: APRIL 27, 2009.

GRIMES GOEBEL GRIMES HAWKINS
GLADFELTER & GALVANO, P.L.

By: 
Caleb J. Grimes,
a Managing Member