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June 15, 2009

Honorable Kurt S. Browning Secretary of State Registration Section **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314 Division of Corporations



Articles of Organization of Pro-health Products of Florida, L.L.C. Re:

Dear Mr. Browning:

I am enclosing the following:

- 1. Original and one (1) copy of Articles of Organization of Pro-health Products of Florida, L.L.C.; and
  - 2. A money order in the amount of \$130.00 to cover filing fees and certificate of status.

Please file the enclosed Articles of Organization at the earliest possible time and send your confirmation to me. If you require anything else to effectively establish the above referenced limited liability company, please advise me immediately.

Very truly yours,

James M. Matthiessen 5420-B Riverfront Drive

Bradenton, Florida 34208

**Enclosures** 

### ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I

The name of the Limited Liability Company is:

Pro-health Products of Florida, L.L.C.

#### ARTICLE II

The mailing address and street address of the principle office of the limited liability company is:

Street Address and Mailing Address:

6151 Lake Osprey Drive 3rd Floor Sarasota, Florida 34240

#### **ARTICLE III**

The name and the Florida street address of the registered agent is:

Dennis McSeaton 6151 Lake Osprey Drive 3rd Floor Sarasota, Florida 34240

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 provision of all state 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

Dennis MeSeaton, Registered Agent

as provided for in Chapter 608, F.S.

#### ARTICLE IV - Management (Check box if applicable)

The limited liability company is to be managed by one or more managers and is, therefore, a manager - managed company.

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#### ARTICLE V - Membership

New members may be added to the Limited Liability Company at any time, upon majority vote of the existing members, and upon such terms and conditions as may be approved. Members may be terminated for cause at any time, after reasonable prior notice, at a general or special meeting of the Members, upon majority vote of the other members. Any Member may resign from membership in the Limited Liability Company at any time by tendering a written letter of resignation to the Company, sent by certified mail to the last designated mailing address of the Company, and by first offering to sell all of his or her ownership shares or interest to the Company, and then to the remaining members pro-rata. The resignation shall become effective upon acceptance by majority vote of the remaining members. The resignation of one or more members shall not require the dissolution of the Limited Liability Company.

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