

Division of Corporations

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Florida Department of State  
Division of Corporations  
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Account Name : BUSH ROSS, P.A.  
Account Number : I19990000150  
Phone : (813) 224-9255  
Fax Number : (813) 223-9620

② - 12426.0

## FLORIDA/FOREIGN LIMITED LIABILITY CO.

## VERMILION DOLLAR LIPS, LLC

Certificate of Status	0
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S. HAWKES

AUG 13 2009

EXAMINER

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ARTICLES OF ORGANIZATION  
OF  
VERMILION DOLLAR LIPS, LLC

FILED  
09 AUG 12 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as an authorized representative of the initial members of the above captioned Limited Liability Company, under the provisions of the Florida Limited Liability Company Act, Chapter 608, *Florida Statutes*, adopts the following Articles of Organization:

**ARTICLE I**  
**NAME & ADDRESS**

The name of this limited liability company is VERMILION DOLLAR LIPS, LLC (the "Company") and its principal office is and mailing address is 2202 N. Westshore Blvd., Suite 200, Tampa, Florida 33607.

**ARTICLE II**  
**EFFECTIVE DATE**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State.

**ARTICLE III**  
**PURPOSE OF ORGANIZATION**

The Company is organized to enable its members to transact any lawful business for which a limited liability company may be organized under Florida law.

John N. Giordano, Esq.  
Florida Bar No.: 0358762  
Bush Ross, P.A.  
1801 N. Highland Avenue, Tampa, FL 33602  
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**ARTICLE IV**  
**INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company shall be 1801 N. Highland Avenue, Tampa, Florida 33602, and the initial registered agent of the Company at such address is BUSH ROSS REGISTERED AGENT SERVICES, LLC.

**ARTICLE V**  
**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal an Operating Agreement governing the operation of the Company shall be vested in its members.

**ARTICLE VI**  
**INITIAL MANAGERS OF THE COMPANY**


The name and address of the persons who shall serve as the initial Managers of the Company shall be Robin C. Hoover, and Robert W. Gordon, each with a mailing address of 2202 N. Westshore Blvd., Suite 200, Tampa, Florida 33607.

**ARTICLE VII**  
**INDEMNIFICATION**

If the criteria set forth in §608.4363, *Florida Statutes*, or any successor statute, and the Company's Operating Agreement have been met, then the Company shall indemnify any manager or member, or former manager or member, his or its personal representatives, devisees or heirs, in the manner and to the extent contemplated by §608.4363, *Florida Statutes*.

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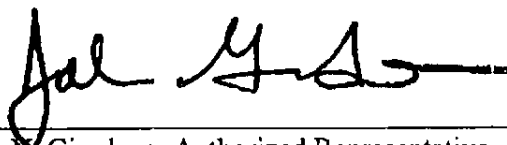
IN WITNESS WHEREOF, the undersigned authorized representative of the initial members has executed these Articles of Organization this 12<sup>th</sup> day of August, 2009.

  
John M. Giordano, Authorized Representative

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**CERTIFICATE DESIGNATING  
REGISTERED AGENT**

Pursuant to the provisions of §§48.091 and 608.415, *Florida Statutes*, VERMILION DOLLAR LIPS, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, by action of its members, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business of its Registered Agent, as its Registered Office.

  
John N. Giordano, Authorized Representative

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**ACKNOWLEDGMENT**

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named Company and agrees to act as such in accordance with the provisions of §§48.091 and 608.415, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT  
SERVICES, LLC

By: \_\_\_\_\_

John N. Giordano, Vice President

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