

L 09000095446

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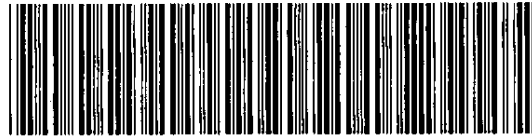
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EXAMINER



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October 14, 2009

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S)**

ME Winter Garden, LLC

**Filing Evidence**

☒ Plain/Confirmation Copy

☐ Certified Copy

**Retrieval Request**

☐ Photocopy

☐ Certified Copy

**Type of Document**

☐ Certificate of Status

☐ Certificate of Good Standing

☐ Articles Only

☐ All Charter Documents to Include  
Articles & Amendments

☐ Fictitious Name Certificate

☐ Other

NEW FILINGS	
	Profit
	Non Profit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
X	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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**AMENDED AND RESTATED  
ARTICLES OF ORGANIZATION**

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**FIRST:** The name of the limited liability company is Massage Envy of Winter Garden, LLC (the "Limited Liability Company"); the date of filing of its Articles of Organization was October 2, 2009, effective as of October 1, 2009; and its Document Number is L09000095446.

**SECOND:** Pursuant to Section 608.411 of the Florida Statutes, the Limited Liability Company hereby amends and restates its Articles of Organization and hereby sets forth the following Amended and Restated Articles of Organization as duly approved by the action of all of its members on October 13, 2009, and which have been duly executed and are being filed in accordance with the provisions of said Section 608.411:

**ARTICLE I - NAME**

The name of the Limited Liability Company is:

ME Winter Garden, LLC

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is:

316 Agnes St.  
Orlando, Florida 32801

**ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE**

The registered agent and the Florida street address of the registered office of the Limited Liability Company is:

Andrew A. Reitzel  
316 Agnes St.  
Orlando, FL 32801

**ARTICLE IV - PURPOSES AND POWERS**

The general purposes for which the Limited Liability Company is organized is to engage in any and all lawful business under the laws of the State of Florida and of the

United States. The Limited Liability Company shall have all of the powers granted to a limited liability company under the laws of the State of Florida.

#### **ARTICLE V - MANAGEMENT.**

The Limited Liability Company is to be managed by a manager or managers. The names and addresses of the persons who are to serve as the managers are:

Andrew A. Reitzel  
316 Agnes St.  
Orlando, FL 32801

Mary L. Simmons Reitzel  
316 Agnes St.  
Orlando, FL 32801

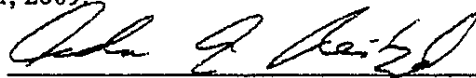
#### **ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS.**

The right to admit additional members and the terms and conditions of the admissions shall be as set forth in the Operating Agreement of the Limited Liability Company, as the same may be amended from time to time.

#### **ARTICLE VII- DURATION; PERPETUAL EXISTENCE**

The Limited Liability Company was organized effective on October 1, 2009. The Limited Liability Company shall exist perpetually, except as otherwise provided by Sections 608.441, 608.448 and 608.449 of the Florida Statutes.

IN WITNESS WHEREOF, the undersigned member of the Limited Liability Company has executed these Amended and Restated Articles of Organization this 13th day of October, 2009.



\_\_\_\_\_  
Signature of a member

Andrew A. Reitzel  
(Typed name of member)

(In accordance with section 608.408(3), Florida Statutes, the execution of this instrument constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**MEMBERS' ACTION BY WRITTEN CONSENT**

Pursuant to the authority of Chapter 608 of the Florida Statutes, the undersigned, being all of the Members of Massage Envy of Winter Garden, LLC, a Florida limited liability company (hereinafter referred to as the "Company"), do hereby affirmatively vote for, consent to, adopt, and approve the following resolutions:

**RESOLVED**, that the amendments to be made to the Articles of Organization of the Company by the document entitled "Amended And Restated Articles Of Organization", are hereby approved; and

**RESOLVED**, that Andrew A. Reitzel is hereby authorized to execute the said document for and on behalf of the Company and to file the same with the Secretary of State of the State of Florida.

Dated: October 13, 2009

MEMBERS:



Andrew A. Reitzel, Member

\_\_\_\_\_  
Mary L. Simmons Reitzel, Member