

6/1/2010

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Florida Department of State

Division of Corporations

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**FLORIDA LIMITED LIABILITY CO.
BONAVITA, L.L.C.**

Certificate of Status	0
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WI-26323

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EXAMINER



June 2, 2010

FLORIDA DEPARTMENT OF STATE
Division of Corporations

SCHUTT LAW FIRM, P.A.

SUBJECT: BONA VITA, L.L.C.
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The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with an affidavit or letter stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is #P07000113460, BONA VITA INC..

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JOEY JOYAL
Regulatory Specialist II

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**ARTICLES OF ORGANIZATION OF
BONAVITA CLAL, L.L.C.**

ARTICLE I

NAME

The name of this Limited Liability Company shall be: BONAVITA CLAL, L.L.C.

ARTICLE II

PURPOSE

This Limited Liability Company is created for the purpose of transacting any and all lawful business for which limited liability companies may be organized under the laws of the State of Florida or of the United States of America, as may be agreed upon by the members.

ARTICLE III

PLACE OF BUSINESS AND REGISTERED AGENT

The initial principal place of business and mailing address of this Limited Liability Company shall be Landstrasser Hauptstrasse 1/2, A-1030 Vienna, Austria, and such other place or places as the members from time to time may determine.

The initial Registered Agent of the Limited Liability Company shall be Darrin R. Schutt, Esq., 1322 S.E. 46th Lane, Suite 202, Cape Coral, Florida 33904.

ARTICLE IV

MANAGEMENT OF BUSINESS

This Limited Liability Company is to be managed by one or more managers, such that the company is to be a managed-company. The initial managers are:

Dr. Alexander Schoeller
Landstrasser Hauptstrasse 1/2
A-1030 Vienna, Austria

Mag. Clemens Schneider
Landstrasser Hauptstrasse 1/2
A-1030 Vienna, Austria

Thomas Nowak
1227 Del Prado Boulevard
Unit 202
Cape Coral, Florida 33990

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The initial Members are:

- a) The Dr. Alexander Schoeller Living Trust, dated 4 February 2010; Dr. Alexander Schoeller, Trustee.
- b) The Mag. Clemens Schneider Living Trust, dated 1 June 2010; Mag. Clemens Schneider, Trustee.

ARTICLE V REGULATIONS

At the time of executing these articles of organization, the members of the Limited Liability Company shall adopt regulations containing all provisions for the regulation and management of this company not inconsistent with law or these articles.

The power to alter, amend or repeal these regulations shall be vested in all the members of this company.

ARTICLE VI PROPERTY

Real or personal property originally brought into or transferred to the company, or acquired by the company by purchase or otherwise shall be held and owned, and conveyance shall be made, in the name of this Limited Liability Company.

ARTICLE VII DISTRIBUTION OF EARNINGS

The manager of the Company shall have the sole discretion whether to issue earnings to the members or retain the same, either in whole or in part. The manager shall not be required to provide a reason for the determination to retain such earnings.

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IN WITNESS WHEREOF, the Authorized Agent of the Managing Members has executed these Articles of Organization on this 1st day of June, 2010, and acknowledges that in accordance with § 608.408(3), Florida Statutes, that the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Darin R. Schutt, Esq., Authorized Agent
for Member, Dr. Alexander Schoeller, Trustee and
Mag. Clemens Schneider, Trustee

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated Limited Liability Company at the place designated within the Articles of Organization, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of § 608.415, Florida Statutes.



Darin R. Schutt, Esq.

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