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SECRETARY OF STATE  
DIVISION OF CORPORATION  
10 OCT -4 AM 10:19

N. Culligan OCT - 5 2010

# Winter Law Firm

PROFESSIONAL ASSOCIATION  
310 THIRD STREET  
NEPTUNE BEACH, FLORIDA 32266

W. ALAN WINTER  
awinter@winterlawfirm.com

TELEPHONE (904) 242-0222  
FAX (904) 242-7051

## TRANSMITTAL LETTER

Friday, September 29, 2010

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

SUBJECT: **INNOVATIONS HEALTH CARE LLC**  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation, the acceptance by the registered agent, and a check for:

☐ \$70.00  
Filing fee

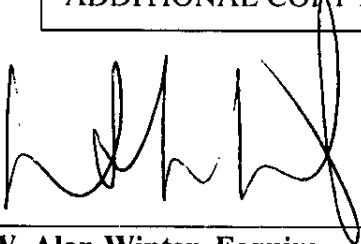
☒ ~~\$78.75~~ \$125.00  
Filing fee  
& Certificate of Status

☐ \$78.75  
Filing fee  
& Certified Copy

☐ \$87.50  
Filing fee  
Certified Copy  
& Certificate  
of Status

ADDITIONAL COPY REQUIRED

FROM:

  
**W. Alan Winter, Esquire**  
Winter Law Firm  
310 Third Street  
Neptune Beach, Florida 32266  
(904) 242-0222  
Email: [awinter@winterlawfirm.com](mailto:awinter@winterlawfirm.com)

NOTE: Please provide the original and one copy of the articles.

10 OCT -4 AM 10:19

**ARTICLES OF ORGANIZATION OF  
Innovations For Health Care LLC, Limited Liability Company**

KNOW ALL MEN BY THESE PRESENTS: That we, **W. Alan Winter, Esquire** and **Samuel Phillis**, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

Company Name. That the name of the limited liability company is **INNOVATIONS FOR HEALTH CARE, LLC, Limited Liability Company.**

Duration. That the period of duration of this limited liability company is thirty years from the date of filing hereof with the Florida, unless sooner dissolved as provided by Florida law.

Purpose. That the purpose for which this limited liability company is organized is primarily to restaurant and entertainment businesses, and other goods and services that are permitted by law, within and without the Florida as the laws of Florida and other states permit.

Principal Place of Business. That the address of its principal place of business is **c/o The Winter Law Firm, 310 Third Street, Neptune Beach, Florida, 32266.**

Registered Agent and Office. That the name of its registered agent, whose Consent to Appointment as Registered Agent accompanies these articles, is **W. Alan Winter, Esquire**, and address of the agent at the registered office is **c/o The Winter Law Firm, 310 Third Street, Neptune Beach, Florida, 32266.**

Capitalization. That the total capital contributions of each Member, which is his or its respective undivided interest in personal property having at least a value totalling \$1,000.00 should be allocated as follows:

W. Alan Winter, Esquire, President, Vice-President, Secretary and Treasurer, \$1,000.00; and Samuel Phillis, \$0.00, at 310 Third Street, Neptune Beach, Florida, 32266.

Additional Liability of Members. That no additional capital contributions will be required.

Admission of Additional Members. That additional Members will be admitted or expelled only with the unanimous consent of all Members entitled to participate in management and upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.

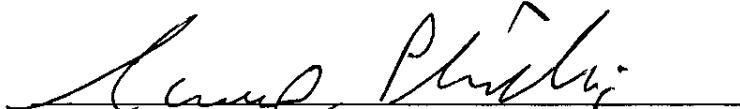
Continuity of Life. That the remaining Members of the limited liability company may only have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company if they unanimously elect to do so. The return of capital and the distribution of profits shall be determined from the company's books, as of the effective date of withdrawal, based on generally accepted accounting practices, and paid as soon as practicable without diminishing the prospects of the company's ventures and subject to the limitations of the Florida Limited Liability Company Act.

Management. The business of the company shall be conducted under the exclusive management of its Members, or outside managers if its Members unanimously elect, who shall have exclusive authority to act for the company in all matters. The Members may from time to time designate certain Members as Officers to act for the Company in certain matters as specified by the **OPERATING AGREEMENT**.

DATED this 29 day of September, 2010.



W. Alan Winter, Esq., Incorporator and Manager



Samuel Phillis, Incorporator and Member

**Notary's Acknowledgment**

State of Florida       )  
                                  ) ss  
County of Duval       )



On this 29 day of September, 2010, before me personally appeared W. Alan Winter, Esquire and Samuel Phillis, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that W. Alan Winter, Esquire and Samuel Phillis executed the same as their free act and deed.

  
Notary Public – Stat of Florida at Large

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**ACCEPTANCE BY REGISTERED AGENT  
FOR**

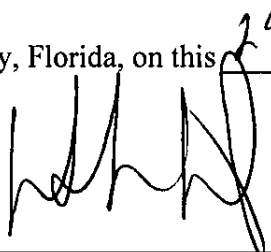
**INNOVATIONS FOR HEALTH CARE, LLC**

Having been named as registered agent to accept service of process for **INNOVATIONS FOR HEALTH CARE, LLC** at the place designated in the Articles of Incorporation of **INNOVATIONS FOR HEALTH CARE, LLC**, and as confirmed below, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

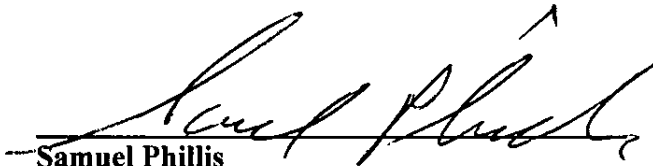
Name of Registered Agent: **W. Alan Winter, Esquire**

Address of Registered Agent: **The Winter Law Firm  
310 Third Street  
Duval County  
Neptune Beach, Florida, 32266**

Dated in Neptune Beach, Duval County, Florida, on this 29 day of September, 2010.



**W. Alan Winter, Esquire  
Registered Agent**



**Samuel Phillis  
Incorporator**