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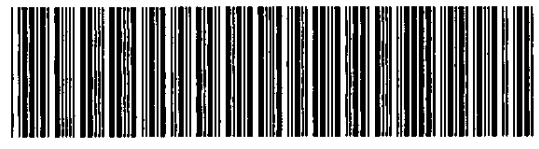
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EXAMINER



500224462025

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FILED
12 MAR 13 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: TOTAL AGE MANAGEMENT, LLC

Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jeff Cohen

Name of Person

Florida Healthcare Law Firm

Firm/Company

909 SE 5th Avenue, Suite 200

Address

Delray Beach, FL 33483

City/State and Zip Code

jcohen@floridahealthcarelawfirm.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Jeff Cohen

Name of Person

at (**561**) **455-7700**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- \$125.00 Filing Fee \$130.00 Filing Fee & Certificate of Status \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF ORGANIZATION
OF
TOTAL AGE MANAGEMENT, LLC
A Florida Limited Liability Company

FILED
12 MAR 13 AM 11:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as an authorized representative of the members of a limited liability company under the Florida Limited Liability Company Act as set forth in Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization for Total Age Management, LLC (the "Company"):

ARTICLE I

NAME

The name of the Company is Total Age Management, LLC and its principal place of business shall be in the City of Palm Beach Gardens, County of Palm Beach, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II
NATURE OF BUSINESS

This Company is organized for the purpose of transacting any and all lawful business.

ARTICLE III

DURATION

The limited liability company shall exist until dissolved in a manner provided by law, or as provided in accordance with the regulations adopted by the Members.

ARTICLE IV

ADDRESS

The mailing address and street address of the principal office of the Company is 11000 Prosperity Farms Road, Suite 202, Palm Beach Gardens, FL 33410.

Jeffrey L. Cohen, Esq. (Florida Bar #703966)
The Law Offices of Jeff Cohen, P.A.
The Gulfstream Bank Building
909 S. E. 5th Avenue, Suite 200
Delray Beach, FL 33483

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the Company is Roland Sahn, 11000 Prosperity Farms Road, Suite 202, Palm Beach Gardens, FL 33410.

ARTICLE VI

MANAGEMENT

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

<u>Name and Title</u>	<u>Address</u>
MGRM –Total Holding Company, LLC	11000 Prosperity Farms Road Suite 202 Palm Beach Gardens, FL 33410

ARTICLE VII

INDEMNIFICATION

To the fullest extent permitted by law, the Company shall indemnify any person who was or is a party to any proceeding by reason of the fact that he/she is or was a manager, managing member or officer of the Company or is or was serving at the request of the Company as a manager, managing member, director or officer of another limited liability company, corporation, partnership, joint venture, trust or other enterprise against liability incurred in a manner he/she reasonably believed to be in, or not opposed to, the best interests of the Company and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The Company shall reimburse each person for all costs and expenses, including, without limitation, attorneys' fees, reasonably incurred by him/her in connection with any such liability in the manner provided for by law or in accordance with the regulations of the Company. The rights accruing to any person under the foregoing provision shall not exclude any other right to which he/she may be lawfully entitled, nor shall anything therein contain or restrict the right of the Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

The undersigned, in accordance with Section 608.407(3), being the authorized representative of the members of the Company, hereby certifies that the foregoing constitutes the proposed Articles of Organization of Total Age Management, LLC.

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated

herein are true.

ARTICLE VIII


AMENDMENT

The Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the Member is subject to this reservation.

Executed by the undersigned on March ____, 2012.

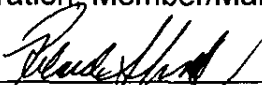
Total Holding Company, LLC, a Florida limited liability company, Sole Member/Manager

By: CG Holdings, Inc. a Florida corporation
Member/Manager

By: 

Clifford Gross
Authorized Signatory

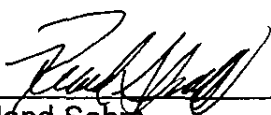
By: RS Holding, Inc., a Florida corporation, Member/Manager

By: 

Roland Sahn
Authorized Signatory

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent and to accept service of process for Total Age Management, LLC in the foregoing Articles of Organization, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all 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 as provided for in Chapter 608, Florida Statutes.



Roland Sahm