

L14 0000012539

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

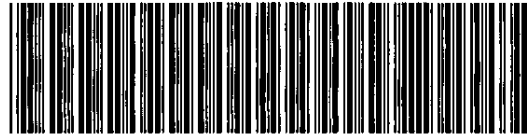
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000255298190

01/21/14--01008--014 \*\*160.00

FILED  
2014 JAN 21 PM 12:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

JAN 23 2014

D. BRUCE

LAW OFFICES OF  
GERALD R. COLEN, P.A.  
ATTORNEYS AT LAW

GERALD R. COLEN, Esq.  
RACHEL M. WAGONER, Esq.

CAROLYN K. MOORE, Paralegal  
MARY PATRICIA JORDAN, Paralegal  
SHERRI HAGERMAN, Paralegal

7243 BRYAN DAIRY ROAD  
LARGO, FLORIDA 33777  
TELEPHONE (727) 545-8114  
TELEFAX (727) 545-8227  
www.gcolen.com

January 17, 2014

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

RE: Articles Of Organization of  
NANO LIFE, P.L.

To Whom It May Concern:

Pursuant to your instructions, enclosed please find the following:

1. Original and one copy of the Articles of Organization of NANO LIFE, P.L.;
2. Check made payable to Department of State in the sum of \$160.00 to cover the following:

\$ 100.00	Filing Fee (Professional Ltd. Liability Co.)
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified copy of Articles
<u>\$ 5.00</u>	Certificate of Status
\$ 160.00	

Please file the original of the enclosed documents and return a certified copy to the undersigned.

Yours very truly,

Gerald R. Colen

GRC/mpj  
Enclosures  
(14-136)

FILED  
2014 JAN 21 PM 12:43  
DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
Of  
NANO LIFE, P.L..**

Pursuant to Chapters 621 and 608, Florida Statutes, as same may be amended from time to time, the undersigned do hereby establish a professional limited liability company, pursuant to the terms of these Articles of Organization as set forth herein below:

**I. NAME OF PROFESSIONAL LIMITED LIABILITY COMPANY**

The Name of this Professional Limited Liability Company shall be NANO LIFE, P.L.

**II. MAILING ADDRESS AND PRINCIPAL PLACE OF BUSINESS**

The street address and also the principal place of business for this professional limited liability company shall be 204 – 37<sup>th</sup> Avenue North, Suite 368, St. Petersburg, Florida 33704

**III. NAME AND ADDRESS OF REGISTERED AGENT**

The name and street address of the initial registered agent for service of process is as follows:

Gerald R. Colen  
7243 Bryan Dairy Road  
Largo, Florida 33777

**IV. STATEMENT OF MEMBER-MANAGEMENT**

The Member-Managers of the Limited Liability Company shall be

Robert L. Proietto  
204 – 37<sup>th</sup> Avenue North, Suite 368  
St. Petersburg, Florida 33704

**V. PURPOSE OF PROFESSIONAL LIMITED LIABILITY COMPANY**

The purpose of this limited liability company is to perform any and all duties lawfully permitted by these Articles of Organization and by the United States of America, and by the State of Florida, pursuant to Chapters 621 and 608 Florida Statutes. Additionally, the purpose of this company is to own, hold and possess, and when in the interests of this company, to lease real and personal property anywhere in the State of Florida in accordance with the laws of that State. If appropriate, this professional limited liability company shall be entitled to become authorized or permitted to conduct business operations in any state of the United States of America.

**VI. POWERS**

This professional limited liability company shall have all of the powers that are set forth in Chapters 621 and 608 Florida Statutes as same may be amended from time to time. Additionally, the company shall have the requisite powers needed to own, hold and possess real and personal property in the state of Florida. Provided however, that any manager and/or any member and/or any member-manager shall not have any personal liability or obligation to any other member or to any creditor including any judgment creditor by reason of the execution of this document or by

FILED  
2014 JAN 21 PM 12:43  
CLERK OF STATE  
TALLAHASSEE FLORIDA

reason of the exercise of any of the powers provided for herein or provided in Chapters 621 and 608 Florida Statutes except as otherwise specifically provided in these two statutes. No personal liability that may exist or that may accrue with regard to any member or member-manager shall attach to any property owned by this limited liability company.

#### VII. LIABILITY OF MEMBERS, MANAGERS

Members, and member-managers of this professional limited liability company, shall not have nor shall they suffer any loss or damage or any liability for any action or cause of action permitted or occasioned by the actions or activities of this company., except as same may be specifically provided in Chapters 621 and 608 Florida Statutes.

#### VIII. AUTHORIZED REPRESENTATIVE

The authorized representative of this professional limited liability company is Gerald R. Colen in care of the address that is as provided in Article III, hereinabove. Provided however, that the acts or actions of the authorized representative shall not subject any non-acting member or other party of or to this professional limited liability company, if any there be, to any joint and several liabilities for any reason whatsoever.

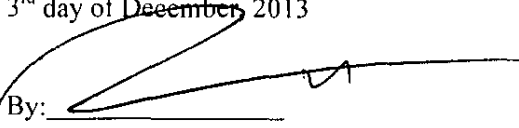
#### IX. NO JOINT AND SEVERAL LIABILITY

Except as may be specifically provided by Chapters 621 or 608 Florida Statutes, No person named in these articles either individually or jointly as a member or as a member-manager or as an authorized representative or as the registered agent shall have any joint and several liability or liabilities for any of the acts or actions of this company or the acts or actions of any other person named herein. No person who may become a member or a member-manager or who may be appointed at some later date pursuant to the provisions of this document or pursuant to Chapters 621 and 608 Florida Statutes as manager, authorized representative or as registered agent shall have any joint and several liability or liabilities for any acts or actions of this professional limited liability company or the acts or actions of any other person named herein. No property, including any real property, tangible property or intangible property of whatsoever kind, nature and description and no matter where situated be it in the State of Florida or any other State of the United States, which may be owned individually or as a joint tenant with right of survivorship or as a tenancy in common or as an estate by the entireties by any member, member-manager, authorized representative or registered agent shall be subject to any action, cause of action, liability, loss or damage by reason of the acts or actions of any other member, authorized representative or registered agent.

#### X. EFFECTIVE DATE

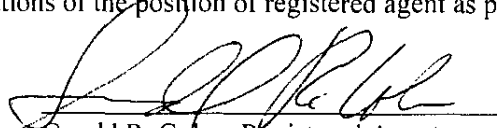
The effective date of this Professional Limited Liability Company shall be ~~December 3, 2013~~ *January 27, 2014* *2.R.C.*

IN WITNESS WHEREOF, THE UNDERSIGNED have executed this document on this the 3<sup>rd</sup> day of ~~December~~ 2013

By:   
Robert L. Proietto

**ACCEPTANCE AND CERTIFICATION BY REGISTERED AGENT**

Pursuant to Chapter 608.415(2) F.S. the undersigned, having been appointed as registered agent for service of process by these Articles of Organization hereby states that he has accepted his appointment as registered agent simultaneously with being appointed. The undersigned states that he is familiar with and accepts the obligations of the position of registered agent as provided for in Chapter 608 F.S.

  
Gerald R. Cohen, Registered Agent

BEFORE ME, the undersigned notary public for the state of Florida, personally appeared NANO LIFE, PL by Robert L. Proietto, M.D. well known to me, and they under oath testified that the above and foregoing document was their true act and deed. Dated this 3rd day of *December* 2013.

  
Notary Public



**FILED**  
2014 JAN 21 PM 12:43  
CLERK OF STATE  
TALLAHASSEE FLORIDA