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COVER LETTER

| 10; | Registration Section Division of Corporations | | |
|-----------|---|---|---|
| SUBJE | CT: ProCell MicroNeedling LLC | | |
| | Name of Li | mited Liability Company | |
| The end | closed Articles of Organization and fee(s) a | re submitted for filing. | |
| Please r | eturn all correspondence concerning this n | natter to the following: | |
| | Mitchell Schwartz, MD | Name of Person | |
| | | Name of Person | |
| | ProCell MicroNeedling 446 | | _ |
| | | Firm/Company | |
| | 877 Bay Esplanade | | |
| | | Address | |
| | Clearwater Beach, FL 33767 | | |
| | | City/State and Zip Code | - |
| <u>m.</u> | e.schwartz@att.net | ed for future annual report notification) | |
| T | • | • | |
| For turt | her information concerning this matter, ple | ase call: | |
| Mitchel | Il Schwartz at (| 802) 999-4999 | |
| | Name of Person | Area Code Daytime Telephone Number | |
| Enclose | d is a check for the following amount: | | |
| | O Filing Fee \$\Bigcup \\$130.00 \text{ Filing Fee & Certificate of Status} | □\$155.00 Filing Fee & □\$160.00 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 FOR FLORIDA LIMITED LIABILITY COMPANY

| ARTICLE I - Name: The name of the Limited Liability | Company is: | | | | | |
|--|---|---|--|---------------------------|-------------|-------|
| ProCell MicroNeedling LLC (Must end w | ith the words "Limit | ted Liability Company, "L.L.C.," | " or "LLC.") | | | |
| ARTICLE II - Address: The mailing address and street add | iress of the principa | l office of the Limited Liability (| Company is: | | | |
| Principal Office Address: | | Mailing Address: | | | | |
| 877 Bay Esplanade Clearwater Beach, FL 33767 | | 877 Bay Esplanade Clearwater Beach, FL 3 | 3767 | | | |
| ARTICLE III - Registered Ager (The Limited Liability Company of another business entity with an ac The name and the Florida street ac Mitchell S | annot serve as its ov tive Florida registra | wn Registered Agent. You must tion.) red agent are: | | | 7814 JUN 26 | FILED |
| | Esplanade treet address (P.O. F | Box NOT acceptable) | - | FSTAT | 祖川: 38 | O |
| Clearwat | er Beach City | FL 33767 Zip | - | 200 | ά | |
| capacity. I further agree to com | rtificate, I hereby acc ply with the provisio with and accept the | service of process for the above, cept the appointment as registered as of all statutes relating to the position as registered apter 605, F.S | d agent and agree to roper and complete p | act in this performanc | re | |

(CONTINUED)

Registered Agent's Signature (REQUIRED)

Page 1 of 2

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| Title: | Name and Address: |
|--|---|
| "AMBR" = Authorized Member "MGR" = Manager | |
| MGR Manager MGR | Mitchell Schwartz, MD |
| | 877 Bay Esplanade |
| | Clearwater Beach, FL 33767 |
| MGR | Joseph Troyen-Schwartz |
| | 877 Bay Esplanade |
| | Clearwater Beach, FL 33767 |
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| E V: Effective date, if other than the date tive date is listed, the date must be sof filing.) E VI: Other provisions, if any. REQUIRED SIGNATURE: Signature of a fill (In accordance with section of | pecific and cannot be more than five business days prior to or 90 days. Live To perform a nauthorized representative of a member. 305.0203 (1) (b), Florida Statutes, the execution of this document |
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