

1/29/2015

Division of Corporations

H150000241873

Florida Department of State
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**LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
DS HEALTH COMPANY AND ASSOCIATES LLC**

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DIVISION OF CORPORATIONS
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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
DS HEALTH COMPANY AND ASSOCIATES LLC
A Florida Limited Liability Company**

The undersigned, pursuant to Chapter 605, Fla. Stat., hereby make, acknowledge and files the following Amended and Restated Articles of Organization for DS HEALTH COMPANY AND ASSOCIATES LLC, a limited liability company organized and existing under the laws of the State of Florida, for the purpose of amending and restating the Articles of Organization of the company filed with the Florida Secretary of State on January 23, 2015 under Document No. L15000012673.

ARTICLE I

The name of the Limited Liability Company (the "Company") shall be:

DS HEALTH COMPANY AND ASSOCIATES LLC

ARTICLE II

The street address of the principal office of the Company and the mailing address of the Company is:

5823 Sunset Drive
South Miami, Florida 33143

ARTICLE III

The name and Florida address of the Registered Agent is:

Russell S. Jacobs, P.A.
20700 West Dixie Highway
Aventura, Florida 33180

ARTICLE IV

The Company shall be managed by one or more Managers, in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company.

The initial Manager shall be:

Edouard Libessart
5823 Sunset Drive
South Miami, Florida 33143

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Authorized Representatives:

Sophie Libessart and Didier Libessart
5823 Sunset Drive
South Miami, Florida 33143

The authority of the Manager and Authorized Representatives shall be limited as set forth in the Certificate of Limited Authority to be recorded in the Public Records of Miami-Dade County, Florida.

ARTICLE V

The Company's existence shall be perpetual.

ARTICLE VI

The Managers and the Members shall not be personally liable for the debts, obligations, or liabilities of the Company.

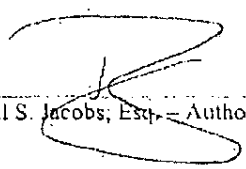
ARTICLE VII

The power to amend, alter or repeal these Articles of Organization shall be as set forth in the Operating Agreement of the Company.

ARTICLE VIII

The Company has the authority and shall issue Certificates of Membership to each member evidencing that member's interest in the Company.

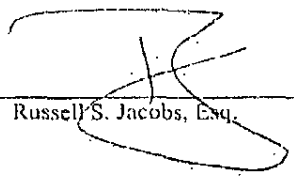
January 28, 2015



Russell S. Jacobs, Esq. - Authorized Agent

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for DS Health Company and Associates LLC at the place designated in these 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 605, Fla. Stat.



Russell S. Jacobs, Esq.

January 29, 2015

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