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**FLORIDA LIMITED LIABILITY CO.  
 THE NEW YOU DENTAL AND AESTHETICS, PLLC**

Certificate of Status	0
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Page Count	05
Estimated Charge	\$125.00

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17 JUN 14 PM 3:52

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JUN 15 2017

K. Brumbley



June 14, 2017

FLORIDA DEPARTMENT OF STATE

JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP  
Division of Corporations

SUBJECT: THE NEW YOU DENTAL AND AESTHETICS, PLLC  
REF: W17000049696

We have received your document for THE NEW YOU DENTAL AND AESTHETICS, PLLC and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

One or more major words may be added to make the name distinguishable from the one presently on file.

The document number of the name conflict is P17000030254.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Carlos E Rico  
Regulatory Specialist II

FAX Aud. #: H17000158330  
Letter Number: 617A00012011

Please use original file date.  
Please note attached letter  
Regarding Consent to use name

**The New You Dental and Aesthetics, Inc.**  
945 Main Street  
Safety Harbor, FL 34695

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June 14, 2017

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

Re: Consent to use name

Dear Sir/Madam:

The New You Dental and Aesthetics, Inc. (the "Company"), document number P17000030254, has released, and will not revoke, the rights to its name to The New You Dental and Aesthetics, PLLC, a Florida professional limited liability company yet to be formed.

Very truly yours,

**The New You Dental and Aesthetics, Inc.**

By: 

Ewa Zablatani, President

**FILED**  
**17 JUN 16 AM 11:10**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

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**ARTICLES OF ORGANIZATION  
OF  
THE NEW YOU DENTAL AND AESTHETICS, PLLC**

The undersigned authorized representative of a member hereby executes these Articles of Organization ("Articles") for the purpose of forming a professional limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this professional limited liability company (the "Company") shall be:

**THE NEW YOU DENTAL AND AESTHETICS, PLLC**

**ARTICLE II**

**Principal Office**

The address of the principal office and the mailing address of the Company shall be:

1643 Windsor Drive  
Clearwater, Florida 33755

**ARTICLE III**

**Mailing Address**

1643 Windsor Drive  
Clearwater, Florida 33755

**ARTICLE IV**

**Registered Office and Registered Agent**

The initial registered office of the Company shall be located at 1643 Windsor Drive, Clearwater, Florida 33755, and the initial registered agent of the Company at such office shall be Gerard Barna, D.M.D. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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TALLAHASSEE, FLORIDA

## ARTICLE V

### Business and Purposes

The general nature of the business to be transacted by the Company, or the objects or purposes of the Company, shall be as follows:

(a) to engage solely and specifically in the business of carrying on the practice of dentistry and the provision of related dentistry services, through licensed professionals employed by it, and to employ such non-licensed personnel as may be appropriate to facilitate the provision of dental services;

(b) to contract with one or more parties to manage all or a portion of its dentistry practice;

(c) to invest in real estate, mortgages, stocks, bonds, any other type of investments, including but not limited to ownership interests in entities engaged in the provision of dental services;

(d) to own or lease real and personal property necessary for the rendering of the above professional services;

(e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its rights, privileges or franchises, or for other lawful purposes; to issue promissory notes and other obligations and evidences of indebtedness payable at a specified time or times and secured by mortgages or otherwise; and

(f) in general, to have and exercise all powers conferred by the laws of Florida upon professional limited liability companies, and to do any and all things hereinabove set forth to the same extent as a natural person might or could do.

## ARTICLE VI

### Members Must Be Licensed Professionals

(a) Persons who have interests in the capital of the Company are referred to herein as "Members." In accordance with the applicable provisions of Chapter 621, Florida Statutes, each Member of the Company must be a professional corporation, a professional limited liability company, or a natural person who is duly licensed or otherwise legally authorized to render dental services. Any person not meeting the standards set forth in the foregoing sentence (a "Disqualified Person") is hereby deemed not qualified to own an interest in the capital of the Company and may not be a Member.

(b) In the event a Member becomes a Disqualified Person, the Disqualified Person's ownership interests in the Company are redeemed and shall be deemed to have been redeemed and cancelled effective as of the date of occurrence of the event which caused such Disqualified Person to be disqualified (the "Disqualification Event"). No ownership interests held by the Disqualified Person shall be considered outstanding upon and after the date of the Disqualification Event, the Disqualified Person shall not be entitled to vote or participate in any Company or Member action and shall cease to be a Member, manager, employee, officer, or agent of the Company immediately effective as of the Disqualification Event, and the sole right and entitlement of the Disqualified Person shall be to receive redemption consideration for the interests in the Company held by the Disqualified Person. The Disqualification Events, the redemption consideration to be paid and the terms of payment shall be as set forth in the operating agreement of the Company.

(c) Notwithstanding paragraph (b) above, if the sole Member of this Company is or becomes a Disqualified Person, then and in that event the Company shall promptly amend these Articles or take such other legal action as shall be necessary or appropriate to cause the Company to change its business purpose from the rendering of professional services to provide for any other lawful purpose by amending these Articles in the manner specified herein and under applicable law, and the Company shall be removed from the provisions of Chapter 621, Florida Statutes, including, but not limited to, the right to practice a profession.

## ARTICLE VII

### Management

The Company is a manager-managed professional limited liability company. The name and street address of the initial manager of the Company shall be:

Gerard Barna, D.M.D.  
1643 Windsor Drive  
Clearwater, Florida 33755

## ARTICLE VIII

### Operating Agreement

The power to adopt the operating agreement of the Company, to alter, amend or repeal the operating agreement of the Company, or to adopt a new operating agreement, shall be vested in the Members of the Company. The operating agreement of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

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ARTICLE IX

Amendment of Articles of Organization

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned, pursuant to Sections 605.0201 and 621.051, Florida Statutes, has executed these Articles for the uses and purposes herein stated, this 17 day of June, 2017.

  
Gerard Barna, M.D., Manager

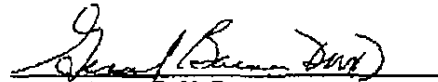
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**THE NEW YOU DENTAL AND AESTHETICS, PLLC**  
**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 13 day of June, 2017.

  
Gerard Barna, D.M.D.

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