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Division of Corporations

KANOUSE AND WALKER

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Florida Department of State
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LLC AMND/RESTATE/CORRECT OR M/MG RESIGN
MAGIC MEDSPA HOLDINGS, LLC

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MAY 23 2018

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**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
MAGIC MEDSPA HOLDINGS, LLC**

Article 1 - Name

The name of this Limited Liability Company is Magic Medspa Holdings, LLC.

Article 2 - Address

The street address of the principal place of business and mailing address of this Limited Liability Company is:

1109 Bel Air Drive, # 6
Highland Beach, FL 33487

Article 3 - Mailing Address

The mailing address of this Limited Liability Company is:

1109 Bel Air Drive, # 6
Highland Beach, FL 33487

Article 4 - Registered Agent and Office

The registered agent of this Limited Liability Company is Humberto Palladino. The registered office address is 1109 Bel Air Drive, # 6, Highland Beach, FL 33487.

Article 5 - Duration

This Limited Liability Company will exist in perpetuity, unless dissolved in accordance with the Florida Limited Liability Company Act.

Article 6 - Purpose

This Limited Liability Company is organized for any lawful purpose, except that special statutes for the regulation and control of specific types of business control when in conflict with these Articles of Organization.

Article 7 - Management

The limited liability company will be managed by its Manager. His name and address are:

Humberto Palladino
1109 Bel Air Drive, # 6
Highland Beach, FL 33487

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Article 8 - Powers

This Limited Liability Company has all of the powers enumerated in the Florida Revised Limited Liability Company Act, Chapter 605 of the Florida Statutes.

Article 9 - Admission of New Members

The members have the right to admit new members. Only new membership interests may be issued for the admission of new members. No existing membership interests may be transferred to a third party unless all other members agree.

The terms and conditions for the admission of new members are as follows:

Any person or entity approved by a unanimous written consent of all existing members may, subject to the terms of the Operating Agreement, become an additional member in the limited liability company by the sale of new interests for any consideration the members determine.

Article 10 - Right of Continuance

The members have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in this Limited Liability Company.

Article 11 - Operating Agreement

The Operating Agreement may be adopted, altered, amended, or repealed by the Members.

IN WITNESS WHEREOF, the Member of this Limited Liability Company has signed these Amended and Restated Articles of Organization on May 18, 2018 thereby affirming under penalties of perjury that the facts contained in these Amended and Restated Articles of Organization are true to the best of his knowledge.


Humberto Palladino, Member

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Subsection 605.0113 of the Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered agent, in the State of Florida.

1. The name of the limited liability company is Magic Medspa Holdings, LLC
2. The name and address of the registered agent and office is:

Humberto Palladino
1109 Bel Air Drive, #6
Highland Beach, FL 33487

SIGNATURE

TITLE : Member

DATE May 18, 2018

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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.

SIGNATURE

Humberto Palladino

DATE

May 18, 2018

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