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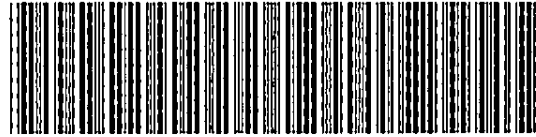
(Business Entity Name)

(Document Number)

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DIVISION OF CORPORATION
20 SEP 21 AM 8:39

OCT 19 2020

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Leonard Pinchuk and Diane F. Pinchuk
7125 SW 47th Street
Suite 207
Miami, Florida 33155

September 18, 2020

Via Fed Ex

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street
Suite 810
Tallahassee, FL 32303

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DIVISION OF CORPORATIONS
20 SEP 21 AM 8:39

To Whom It May Concern:

Please find the following for immediately filing:

- Articles of Dissolution (pre-issuance) for InnoCare Urologics, Inc. (Doc# P20000004679) ("Dissolved Corporation").
- Articles of Organization for InnoCare Urologics, LLC ("New LLC").

Please file them in the order that they appear above.

In regard to the filings, we have enclosed a check made payable to **Florida Department of State** in the amount of **\$160.00** (Arts. of Dissolution -- \$35.00; Filing Fee for Articles of Organization and Designation of Registered Agent -- \$ 125.00).

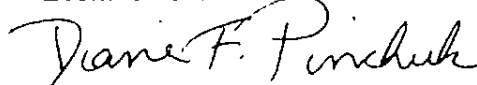
The undersigned represent the sole director and incorporator of the Dissolved Corporation, and the organizer and manager of the New LLC. Please assign the Dissolved Corporation's name to the New LLC from the Dissolved Corporation, and this letter shall serve as the consent.

Should you have any questions, please contact me or Daniel T. White, Esq. at (352) 378-4444.

Respectfully,



Leonard Pinchuk



Diane F. Pinchuk, Esq.

Encls.

Articles of Organization
of
InnoCare Urologics, LLC

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STATE OF FLORIDA
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TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this limited liability company shall be InnoCare Urologics, LLC (the "Company").

ARTICLE II: MAILING AND STREET ADDRESS

This Company's principal office location and its mailing address shall be 7175 SW 47th Street, Suite 207, Miami, Florida 33155.

ARTICLE III: INITIAL REGISTERED OFFICE AND AGENT

Unless and until changed (whether by filing of amendment or other administrative report), the initial registered office of this Company shall be 7175 SW 47th Street, Suite 207, Miami, Florida 33155, and this Company's initial registered agent shall be Diane F. Pinchuk, Esq.

ARTICLE IV: DURATION OF COMPANY'S EXISTENCE

This Company shall have perpetual existence.

ARTICLE V: PURPOSE AND POWERS

This Company may engage or transact in any and all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation in which this Company chooses to engage in business activities.

**ARTICLE VI: MANAGEMENT OF COMPANY; AUTHORITY TO ACT
ON BEHALF OF COMPANY**

A. This Company shall operate and exist as a manager-managed company for all purposes under the Florida Revised Limited Liability Company Act, as amended (the "Act"), unless and until changed through an amendment to this Company's articles of organization (the "Articles"). As such, management of this Company's activities and affairs shall be conducted by, and vested in, one or more managers and subject to the applicable provisions set forth in this Company's operating agreement.

B. Accordingly, no member of this Company, solely by reason or status of being such a member, shall have (1) any right, power or authority whatsoever (whether actual, apparent or implied) to act on this Company's behalf or to be an agent of this Company for any purpose of its business or (2) any vested right or entitlement to be elected, appointed or designated as a manager, officer or other legal representative of this Company.

**ARTICLE VII: ADDITIONAL MEMBERS; TRANSFER OR ASSIGNMENT OF INTEREST;
NO MEMBER RIGHTS OR POWERS WITHOUT FORMAL ADMISSION**

A. No person shall be admitted as a member of or to this Company unless and until formally admitted pursuant to the affirmative action or written consent of not less than a "Majority-in-interest of the members" (as defined by the Act), unless otherwise set forth in this Company's operating agreement; and then in all instances, only pursuant to strict compliance with any other applicable term or condition governing member admission that may be set forth either herein or, if any, therein.

B. No transferee, assignee, holder, successor or assign of or to any of this Company's issued and outstanding interests or securities shall have any automatic or vested right, privilege or other entitlement of membership to this Company (or to cause or demand this Company or any of its managers or members to vote or consent to admit such person into this Company's membership) prior to such formal admission.

C. Without having been formally admitted as a member of this Company, no transferee, assignee, holder, successor or assign of or to any of this Company's issued and outstanding interests or securities shall have or possess any right, power, authority, privilege or entitlement:

(i) to exercise any right, entitlement or power of or as a member of this Company (including without limitation the valid exercise of any right or power to elect one or more managers or to vote on any matter concerning any aspect of this Company's business or affairs) or, if applicable, to otherwise participate in the management of this Company's business and affairs; or

(ii) to act as a proxy or representative of a holder of any interest in this Company or any holder of any of its issued and outstanding interest or security or to grant or appoint to any other person (including any member of this Company), any proxy to vote or otherwise act on behalf of, or with respect to, any such interest or security. Any attempt to grant or act as a proxy or representative of any interest in the Company (or holder thereof) in violation of these Articles or, if any, this

Company's operating agreement shall be deemed void *ab initio* and without force or effect.

D. Prior to the dissolution and winding-up of this Company, no interest in this Company or any of its issued and outstanding securities shall be transferable or assignable, in whole or in part, directly or indirectly, voluntarily or involuntarily, whether by any member or other holder of any such interest or securities, except as may be set forth in these Articles or this Company's operating agreement. Any attempt to transfer or assign any interest in this Company in violation of the Articles or this Company's operating agreement shall be deemed void *ab initio* and without force or effect.

ARTICLE VIII: GOVERNING DOCUMENTS

A. These Articles may only be amended pursuant to the applicable provisions as may be set forth in these Articles and this Company's operating agreement, and all amendments, alterations, revisions, restatements or repeals to these Articles shall be in writing. In the absence of any applicable provision to the contrary set forth in this Company's operating agreement, these Articles may be amended only upon the unanimous affirmative action or written consent of this Company's members.

B. All provisions (including any and all amendments, alterations, revisions, restatements or repeals) of this Company's operating agreement, if any, shall be in writing and shall be consistent with these Articles.

ARTICLE IX: SEVERABILITY

In the event all or any portion of any provision of these Articles is deemed to be unenforceable, the remainder of that or all other provisions shall not be affected thereby and each remaining provision shall be valid and enforceable to the fullest extent permitted by law.

ARTICLE IX: INITIAL MANAGER(S)

The name(s) and address(es) of each person authorized to manage and control this Company as its initial manager(s), is/are:

Title:

MGR

Name and Address:

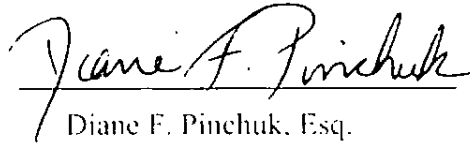
Leonard Pinchuk
7175 SW 47th Street
Suite 207
Miami, Florida 33155

MGR

Bryan Pinchuk
7175 SW 47th Street
Suite 207
Miami, Florida 33155

This document is executed in accordance with Section 605.0203(1)(b), F.S. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, F.S.

Dated: September 18, 2020.

A handwritten signature in black ink, reading "Diane F. Pinchuk". The signature is written in a cursive style with a horizontal line underneath the name.

Diane F. Pinchuk, Esq.

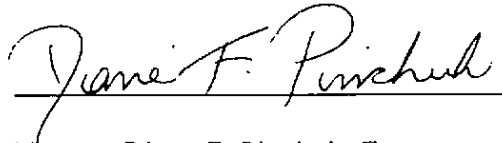
Authorized Representative of the Initial
Members

CERTIFICATE OF REGISTERED AGENT

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 as provided for in Chapter 605, F.S.

Registered agent: Diane F. Pinchuk, Esq.

Registered office: 7175 SW 47th Street, Suite 207, Miami, Florida 33155

A handwritten signature in black ink, reading "Diane F. Pinchuk", written over a horizontal line.

Name: Diane F. Pinchuk, Esq.

Dated: September 18, 2020