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KEITH J. KANOUSE, P.A.

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2424 NORTH FEDERAL HIGHWAY
BOCA RATON, FLORIDA 33431

KEITH J. KANOUSE
KATHRYN A. ROOKES

MAHILYN SCHARPENT, CLU
CERTIFIED LEGAL ASSISTANT

701.1

TELEPHONE (407) 392-0001
FAX (407) 750-1262

March 21, 1995

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-03/28/95--01062--020
****337.50 ****337.50

Re: Soma Longevity Centres of Florida, L.C.

To Whom It May Concern:

Enclosed please find an original and a duplicate of the Articles of Organization, Affidavit of Membership and Certificate of Designation of Registered Agent/Registered Office form regarding the above-referenced limited liability company.

The original is to be filed in your office and the copy certified and returned to this office in the self-addressed stamped envelope that is enclosed. Also, please find enclosed a check in the amount of \$337.50 representing the following fees:

Receiving, filing and indexing	
Articles of Organization	\$250.00
Certified Copy of Articles of Organization	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL:	<u>\$337.50</u>

If you have any questions, please contact me.

Sincerely,

L95000000247

Kathryn A. Rookes / Jm

Kathryn A. Rookes

Signed in Ms. Rookes' absence to expedite delivery.

KAR:lm
Enclosures
cc (w/o enc.):

(R. same)
Jm
3-29-95

Keith J. Kanouse, Esquire
Soma Longevity Centres of Florida, L.C.

FILED
95 MAR 27 11 8 25
TALLAHASSEE, FL

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6/16/0

ARTICLES OF ORGANIZATION
of
SOMA LONGEVITY CENTRES OF FLORIDA, L.C.

FILED
95 MAR 27 PM 3 26
SECRET
TALLAHASSEE, FLORIDA

Article I

Name

The name of this limited liability company is Soma Longevity Centres of Florida, L.C.

Article II

Duration

This limited liability company shall have perpetual existence.

Article III

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 shall control when in conflict with these Articles of Organization.

Article IV

Address

The principal place of business and mailing address of this limited liability company shall be 3450 Park Central Boulevard, North, Pompano Beach, Florida 33064.

Article V

Initial Registered Agent and Office

The initial registered agent of the limited liability company is Keith J. Kanouse, and the initial registered office address shall be Keith J. Kanouse, P.A., Lake Wyman Plaza, Suite 353, 2424 North Federal Highway, Boca Raton, FL 33431.

Article VI

Management

The limited liability company will be managed by all of its members. Their names and addresses are:

James Jameison, Jr.
c/o Soma Longevity Centres
of Florida, L.C.
3450 Park Central Boulevard, North,
Pompano Beach, Florida 33064

Brad Sorenson
c/o Soma Longevity Centres
of Florida, L.C.
3450 Park Central Boulevard, North
Pompano Beach, Florida 33064

Kaye Lenzi
c/o Soma Longevity Centres
of Florida, L.C.
3450 Park Central Boulevard, North,
Pompano Beach, Florida 33064

Delano Scientific Corp.,
a Florida corporation
Suite 108A
3212 S. Ocean Blvd.
Highland Beach, FL 33487

Article VII

Powers

This limited liability company shall have all of the powers enumerated in the Florida Limited Liability Act.

Article VIII

Admission of New Members

The members shall have the right to admit new members.

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 Regulations, become an additional member in the limited liability company by the sale of new interests for such consideration as the members shall determine.

Article IX

Right of Continuance

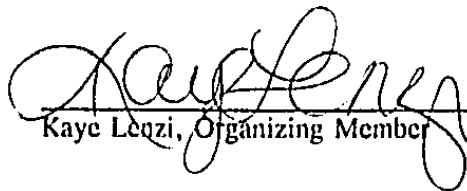
The members shall have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the limited liability company.

Article X

Regulations

The Regulations may be adopted, altered, amended, or repealed by the members.

IN WITNESS WHEREOF, a member of the limited liability company has executed these Articles of Organization on this 21 day of March, 1995, thereby affirming under penalties of perjury that the facts contained in these Articles of Organization are true to the best of her knowledge.


Kaye Lenzi, Organizing Member

STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21st day of March, 1995,
by Kaye Lenzi. She personally appeared before me at the time of notarization.

NOTARY PUBLIC - STATE OF FLORIDA:

sign

Keith J. Kanouse

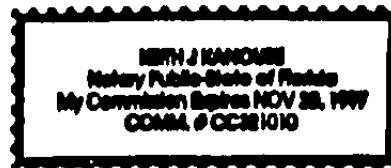
print

Keith J. Kanouse

Personally Known _____ OR Produced Identification ✓

Type of Identification Produced:

Florida Driver's License



kar\2084
032195
701.1

AFFIDAVIT OF MEMBERSHIP

FILED
95 MAR 27 12 0 20
SEC
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF PALM BEACH

I, Kaye Lenzi, after being duly sworn, state that to the best of my knowledge, information and belief, and under the penalties of perjury, the following is true and correct:

1. The name of the limited liability company is Soma Longevity Centres of Florida, L.C.
2. The limited liability company has at least 2 members.
3. The name and address of each member of the limited liability company is:

James Jamieson, Jr.
c/o Soma Longevity Centres
of Florida, L.C.
3450 Park Central Boulevard, North
Pompano Beach, Florida 33064

Kaye Lenzi
c/o Soma Longevity Centres
of Florida, L.C.
3450 Park Central Boulevard, North
Pompano Beach, Florida 33064

Brad Sorenson
c/o Soma Longevity Centres
of Florida, L.C.
3450 Park Central Boulevard, North
Pompano Beach, Florida 33064

Delano Scientific Corp.,
a Florida corporation
Suite 108A
3212 S. Ocean Blvd.
Highland Beach, FL 33487

4. The amount of cash and a description and agreed value of property other than cash contributed by each member is as follows:

<u>Member</u>	<u>Value</u>	<u>Description</u>
James Jamieson, Jr.	\$21,000	Cash
Kaye Lenzi	\$21,000	Cash
Brad Sorenson	\$21,000	Cash
Delano Scientific Corp.	\$21,000	Cash

5. The amount of cash and a description and agreed value of property other than cash to be contributed by each member is as follows:

Member

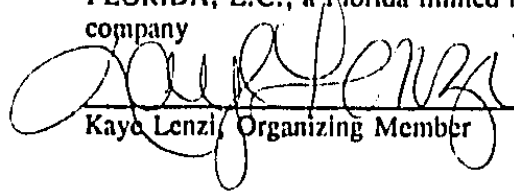
Value

Description

When Contributed

NONE

SOMA LONGEVITY CENTRES OF
FLORIDA, L.C., a Florida limited liability
company


Kaye Lenzi, Organizing Member

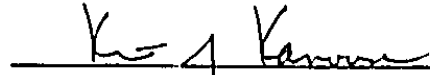
STATE OF FLORIDA

COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 21st day of March, 1995,
by Kaye Lenzi. She personally appeared before me at the time of notarization.

NOTARY PUBLIC - STATE OF FLORIDA:

sign



print

Keith S. Kanouse

Personally Known _____ OR Produced Identification ✓

Type of Identification Produced:

Florida Driver's License

kar\2082
031495
676.0

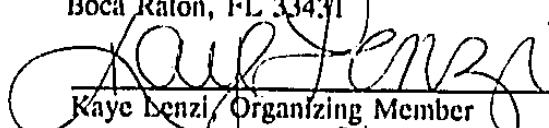
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

FILED
95 MAR 27 11 0 20
SECRET
TALLAHASSEE
FLORIDA

Pursuant to the provisions of Subsection 608.407(1)(d) 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 Soma Longevity Centres of Florida, L.C.
2. The name and address of the registered agent and office is:

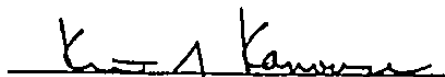
Keith J. Kanouse
Keith J. Kanouse, P.A.
Lake Wyman Plaza, Suite 353
2424 North Federal Highway
Boca Raton, FL 33431


Kaye Benzi, Organizing Member
DATE March 21, 1995

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

DATE


Keith J. Kanouse
March 21, 1995