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William Bischoff

Requestor's Name

1720 S. Gadsden ST.

Address

Tallahassee, FL 32301

City/State/Zip

Phone #

925-6280

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Life Phases, L.C.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

(Corporation Name)

(Document #)

4.

(Corporation Name)

(Document #)

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☐	NonProfit
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☐	Other

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☐	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

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RECEIVED
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DIVISION OF CORP. REGISTRATION

**ARTICLES OF ORGANIZATION OF
LIFEPHASES, L.C.
A LIMITED LIABILITY COMPANY**
[Revised 06/21/96]

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

THE UNDERSIGNED CERTIFY that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be **LIFEPHASES, L.C.**, and its principal office shall be located at 2640-A Mitcham Drive, in the City of Tallahassee, County of Leon, State of Florida, 32308, but it shall have the power and authority to relocate or to establish branch offices at any other place or places as the members may designate.

**ARTICLE II
PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by the affirmative vote of the holders of not less than fifty-one (51%) percent of the then existing contributed capital of the company.

ARTICLE IV MANAGEMENT

This limited liability company shall be managed by one or more Managers. The names and addresses of the persons who shall serve until their successors are elected and qualified are as follows:

Michael H. Sheridan
3081 O'Brien Drive
Tallahassee, Florida 32308

Pat L. Tornillo, Jr.
2929 SW3rd Avenue
Miami, FL 33129

ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by the affirmative vote of the holders of not less than fifty-one (51%) percent of the then existing contributed capital of the company. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except by the affirmative vote of the holders of not less than fifty-one (51%) percent of the then existing contributed capital of the company.

On 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, the remaining members shall have the right to continue the business on the affirmative vote of the holders of not less than fifty-one (51%) percent of the then existing contributed capital of the company.

ARTICLE VI CAPITAL CONTRIBUTIONS

Aggregate capital contributions in the amount of \$2,000.00 in cash, property or services shall be paid to the limited liability company by the initial members. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in such amounts as are set forth in the Affidavit submitted in accordance with the provisions of Section 608.407(2), Florida Statutes (1993.)

ARTICLE VII PROFITS AND LOSSES

(a) **Profit Sharing.** The members shall be entitled to the net profits arising from the operation of the limited liability company business while they are a member that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to the distributive share of such profits specified as follows:

Member	Distributive Share
Mike Sheridan	50%
Pat L. Tornillo, Jr	50%

The above-stated distributive shares may be changed from time to time by the affirmative vote of the holders of not less than fifty-one (51%) percent of the then existing contributed capital of the company.

The distributive share of the profits shall be determined and paid to the members no later than sixty (60) days after December 31st or the limited liability company's fiscal year, whichever is later.

(b) **Losses.** All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the same proportion as net profits are distributed pursuant to subparagraph (a) of this Article VII.

ARTICLE VIII DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the company is 3691 Dexter Drive, City of Tallahassee, County of Leon, State of Florida, 32312, and the name of the company's initial registered agent at that address is William S. Bischoff, Esquire.

ARTICLE X REGULATIONS

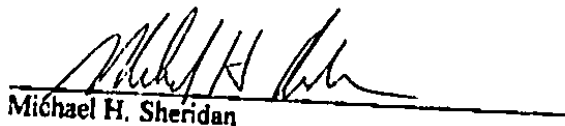
Regulations regarding the regulation and management of the Company, and delineating the relationships of members have been adopted by the initial members. These Regulations are intended to govern and manage the affairs of the limited liability company, and no Regulations, amended or otherwise, shall be inconsistent with law or the articles of organization.

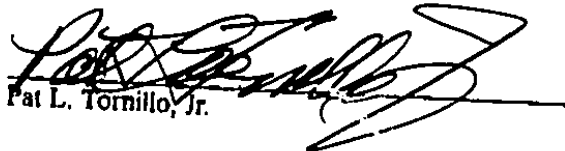
ARTICLE XI AMENDMENT OF ARTICLES AND REGULATIONS

These Articles of Organization, and the Company's Regulations, may be altered, amended, added to or repealed only by the affirmative vote of the holders of not less than fifty-one (51%) percent of the then existing contributed capital of the company at any regular or special meeting of the members, if notice of the proposed alteration, amendment, addition or repeal is contained in the notice of the meeting.

THE UNDERSIGNED, being the original members of the company, certify that this instrument constitutes the proposed Articles of Organization of **Lifephases, L.C.**

EXECUTED BY THE UNDERSIGNED at Tallahassee, Florida, this 1 day of July 1996.


Michael H. Sheridan


Pat L. Tornillo, Jr.

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Articles of Organization:
Lifephases, L.C.

(Revised 062196)

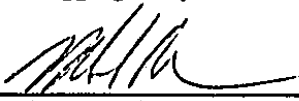
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

State of Florida)
) SS
County of Leon)

In compliance with Florida Statutes Section 608.407(2), the undersigned member or authorized representative of a member of Lifephases, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed in the aggregate by the members is \$2,000.00.


Michael H. Sheridan, a Member of
Lifephases, L.C.

THE FOREGOING INSTRUMENT was acknowledged before me this 12th day of July, 1996, by Michael H. Sheridan, a member, on behalf of Lifephases, L.C., a limited liability company. He is personally known to me.


Notary's signature

Notarial Stamp:



CHRISTINA MARIE KYLLONEN
MY COMMISSION # 00486185 EXPIRES
May 30, 1998
BONDED THROUGH FARM INSURANCE, INC.

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

State of Florida }
 } ss
County of Leon }

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **Lifephases, L.C.**

The name of the registered agent for Lifephases, L.C. is William S. Bischoff, Esquire, and the street address of the company's principal office where the agent is located is 1720 South Gadsden Street, Tallahassee, Florida 32301.

This statement is to acknowledge that, as indicated above, Lifephases, L.C. has appointed me, William S. Bischoff, Esquire, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated: July 12, 1996.

William S. Bischoff, Esquire
William S. Bischoff, Esquire
Registered Agent

The foregoing instrument was acknowledged before me this 12th day of July, 1996, by William S. Bischoff, Esquire, agent on behalf of Lifephases, L.C., a limited liability company. He is personally known to me.



JANET ELAINE HARRISON
MY COMMISSION # CC468165 EXPIRES
May 30, 1999
BONDED THRU TROY FARM INSURANCE, INC.

Janet Elaine Harrison
Notary's signature