

L 98000000 356

CHRISTINE J. PATTERSON, P.A.
A Professional Association

March 13, 1998

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32399-0250

RE: The Permanent Make-up Studio of Ft. Myers, L.C.

Dear Sirs:

Please accept the enclosed Articles of Organization for filing the above Limited Liability Company. My trust check for the filing fee is also enclosed. A copy of the Articles for conforming and return is provided, along with a self-addressed envelope.

Sincerely,

Christine J. Patterson

Christine J. Patterson

CJp/sl

300002462523-5
-03/19/98-01107-002
*****288.00 *****288.00

Name	3/20/98
Availability	doc
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

Christine GAVE
AUTHORIZATION BY PHONE TO
add mailing address
DATE 3/23/98
DOC. EXAM. doc

L 98000000 356

FILED
98 MAR 19 PM 12:00
SECRET
12-11-98

ARTICLES OF ORGANIZATION OF The Permanent Make-up Studio of Ft. Myers, L.C

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 The Permanent Make-up Studio of Ft. Myers, L. C., and its principal office shall be located at 12995 S. Cleveland Ave, Ft. Myers, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address is the same.

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 a unanimous vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by two (2) managers. Management of this limited liability company is reserved to its members, whose names and addresses are as follows: ANGELA WINEBRENNER AND VICTORIA WISE, 1323 SE. 23d Place, Cape Coral, Lee County, Florida.

ARTICLE V

MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. 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 with unanimous written consent of all members.

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 unanimous consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$10,000.00 (Ten Thousand Dollars) cash shall be paid to the limited liability company by each member. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

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 that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits or to the distributive share of the profits as follows: *Angela Winebrenner 50% and Victoria Wise 50%*. The distributive share of the profits shall be determined and paid to the members the first day of March of any calendar year for the immediately preceding calendar year.
- (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 equal shares.

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

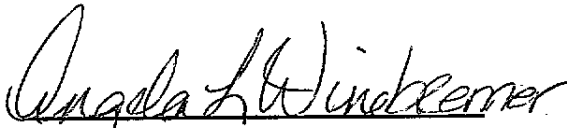
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 12995 S. Cleveland Ave, City of Ft. Myers, County of Lee, State of Florida, and the name of the company's initial registered agent at that address is Angela L. Winebrenner.

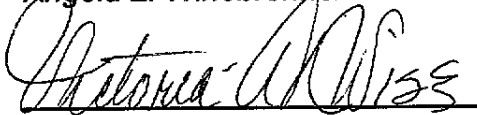
The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of THE PERMANENT MAKE-UP STUDIO OF FT. MYERS, L. C.

Executed by the undersigned at Cape Coral Florida on 3-13-98.

Signature(s):



Angela L. Winebrenner



Victoria Wise

FILED
98 MAR 19 PM 12:00
SECRET
TALMADGE, FLORIDA

Attachments: affidavit of membership and contributions and statement designating
registered agent and office

State of Florida

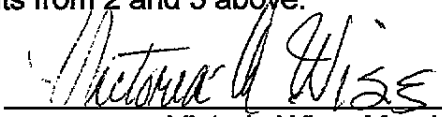
County of Lee

ss

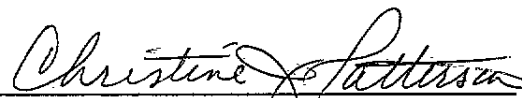
FILED
98 MAR 19 PM 12:00
SECRET
TELETYPE UNIT
STATE
FLORIDA

In compliance with FS ' 608.407(2), the undersigned member or authorized representative of a member of The Permanent Make-up Studio of Ft. Myers, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$20,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$ N/A.
4. The total amount of cash or property anticipated to be contributed by the members is \$20,000.00. This total includes the amounts from 2 and 3 above.


Victoria Wise, Member

The foregoing instrument was acknowledged before me this 3-12-98 by Victoria Wise, member on behalf of The Permanent Make-up Studio of Ft. Myers, L.C, a limited liability company. She is personally known to me or has produced DLIC [type of identification] as identification.


Notary Public

State of Florida

County of Lee

ss

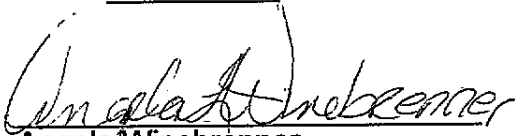
Pursuant to the provisions of Sections 608.415] and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is The Permanent Make-up Studio of Ft. Myers, L.C

The name of the registered agent for The Permanent Make-up Studio of Ft. Myers, L.C is Angela Winebrenner and the street address of the company's principal office where the agent is located is 12995 S. Cleveland Ave., Ft. Myers, FL 33907.

This statement is to acknowledge that, as indicated above, The Permanent Make-up Studio of Ft. Myers, L.C has appointed me, Angela Winebrenner, 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 3-12-98


Angela Winebrenner

The foregoing instrument was acknowledged before me this 3-12-98 by Angela Winebrenner, agent on behalf of The Permanent Make-up Studio of Ft. Myers, L.C., a limited liability company. She is personally known to me or has produced DLic [type of identification] as identification.



CHRISTINE J PATTERSON
My Commission CC419302
Expires Nov. 07, 1998
Bonded by HAI
800-422-1555


Notary Public