



Jan. 12. 2011 11:50AM

Incorporating Services, LTD. DCGE 1/001

No. 4719 P. 2



January 12, 2011

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

INCORPORATION SERVICES FL

SUBJECT: HEALTHY LIFESTYLE SOUTHEAST, LLC  
REF: W11000002013

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

You must submit a copy of the written consent of the managers or managing members adopting the alternate name for Florida. For your convenience, we are enclosing a fill-in-the-blank form for you to complete and return to our office for processing.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6967.

Leslie Sellers  
Regulatory Specialist II

FAX Aud. #: E11000008687  
Letter Number: 211A00001042

RECEIVED  
11 JAN 12 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

P.O. BOX 6327 - Tallahassee, Florida 32314

Received Time Jan. 12. 11:40AM

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO  
TRANSACTION BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACTION BUSINESS IN THE STATE OF FLORIDA:*

1. Healthy Lifestyle, LLC

(Name of Foreign Limited Liability Company; must include "Limited Liability Company," "L.L.C.," or "LLC.")

Healthy Lifestyle Southeast, LLC

(If name unavailable, enter alternate name adopted for the purpose of transacting business in Florida and attach a copy of the written consent of the managers or managing members adopting the alternate name. The alternate name must include "Limited Liability Company," "L.L.C.," "LLC.")

2. Delaware

(Jurisdiction under the law of which foreign limited liability company is organized)

3. 80-0646772

(FEI number, if applicable)

4. 09/27/2010

(Date of Organization)

5. Perpetual

(Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon filing.

(Date first transacted business in Florida, if prior to registration.)  
(See sections 608.501 & 608.502 F.S. to determine penalty liability)

7. 3250 Mary Street, Suite 306

Coral Gables, FL 33133

(Street Address of Principal Office)

8. If limited liability company is a manager-managed company, check here ☐

9. The name and usual business addresses of the managing members or managers are as follows:

Tenant's Healthcare, Inc., c/o Paul R. Steinfurth

3250 Mary Street, Suite 306

Coral Gables, FL 33133

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: To engage in any lawful activities that can be carried on by a limited liability company.

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true. 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 s.817.155, F.S.)

Paul R. Steinfurth

Typed or printed name of signer

11 JAN 11 PM 3:51  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Healthy Lifestyle, LLC

If unavailable, the alternate to be used in the state of Florida is:

Healthy Lifestyle Southeast, LLC

2. The name and the Florida street address of the registered agent and office are:

Incorporating Services, Ltd.

(Name)

1540 Glenway Drive

Florida Street Address (P.O. Box NOT ACCEPTABLE)

Tallahassee

FL

32301

City/State/Zip

*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 608, Florida Statutes.*

*Jeff Hickman, as assistant*  
(Signature) *Secretary*

\$ 100.00 Filing Fee for Application  
\$ 25.00 Designation of Registered Agent  
\$ 30.00 Certified Copy (optional)  
\$ 5.00 Certificate of Status (optional)

11 JAN 11 PM 3:51  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**MEMBER ACTION  
BY  
WRITTEN CONSENT  
OF  
HEALTHY LIFESTYLE, LLC**

January 7, 2011

The undersigned, being the sole Member of Healthy Lifestyle, LLC, (the "Company"), Delaware limited liability company, hereby consents to the adoption of the following resolutions by written consent pursuant to Section 18-302 of the Delaware Limited Liability Company Act and the Company's Limited Liability Company Agreement:

**WHEREAS**, that the sole Member of the Company has determined it to be advisable and in the best interest for the Company to register the Company to do business as a foreign limited liability company in the State of Florida and in the State of Georgia;

**WHEREAS**, the Company name is not available for use in the State of Florida due to the registration and active existence of a Florida domestic corporation with a similar name; and

**WHEREAS**, the Company name is not available for use in the State of Georgia due to the registration and active existence of a Georgia domestic company with a similar name;

**NOW, THEREFORE, BE IT RESOLVED**, that (i) the proposed Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida attached hereto as Exhibit A, be approved, (ii) the proposed Application for Certificate of Authority for Foreign Limited Liability Company attached hereto as Exhibit B, be approved, and (iii) the officers of the Company be, and each of them hereby is, authorized, empowered and directed, in the name of and on behalf of the Company, to execute, file and deliver with the Florida Department of State and the Georgia Secretary of State, respectively, the foregoing documents required to be executed and delivered by the Company in connection therewith, and the signature of such officer or officers to the Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida, and the Application for Certificate of Authority for Foreign Limited Liability Company and each other document shall be conclusive evidence that each such document so executed is within the authority conferred by this resolution;

**BE IT FURTHER RESOLVED**, that the sole Member of the Company has determined it to be advisable to operate in the State of Florida under the name Healthy Lifestyle Southeast, LLC;

**BE IT FURTHER RESOLVED**, that the sole Member of the Company has determined it to be advisable to operate in the State of Georgia under the name Healthy Lifestyle Southeast, LLC;

**BE IT FURTHER RESOLVED**, that the officers of the Company be, and each hereby is, authorized, empowered, and directed, in the name of and on behalf of the Company, to make

11 JAN 11 PM 3:54  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

all such arrangements, to do and perform all such acts and things, and to execute and deliver all such documents or instruments as they deem necessary or appropriate in order to implement fully the foregoing actions;

**BE IT FURTHER RESOLVED**, that any actions taken by such officers and managers prior to the date of the resolutions adopted hereby, that are within the authority conferred thereby, are hereby ratified, confirmed and approved as the acts and deeds of the Company; and

**BE IT FURTHER RESOLVED**, that the Secretary of the Company be, and he hereby is, authorized, empowered and directed to file a copy of this consent action with the Minutes of the proceedings of the sole Member of the Company.

\* \* \*

**IN WITNESS WHEREOF**, the undersigned sole Member has, as of the date first written above, set its hand to this written consent.

**TENANT'S HEALTHCARE, INC.**

  
\_\_\_\_\_  
By: Paul R. Steinfurth  
Its: President

# Delaware

PAGE 1

## *The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HEALTHY LIFESTYLE, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TENTH DAY OF JANUARY, A.D. 2011.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HEALTHY LIFESTYLE, LLC" WAS FORMED ON THE TWENTY-SEVENTH DAY OF SEPTEMBER, A.D. 2010.


AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



4876955 8300

110029075

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8484542

DATE: 01-10-11