

Division of Corporations

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M59036

Florida Department of State
Division of Corporations
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(((H04000094980 3)))

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From:

Account Name : FOWLER, WHITE, BURNETT, ET AL
Account Number : 071250001512
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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

THE BISCAVNE INSTITUTES FOR HEALTH AND LIVING, INC.

Certificate of Status	0
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Amended + Restated
AM
5/3/04

TELEFAX

**FROM THE LAW OFFICES OF
FOWLER WHITE BURNETT P.A.
100 SouthEast Second Street
Miami, FL 33131-1101**

OUR FAX NO. 305-789-9201
OUR TELEPHONE NO. 305-789-9200

PLEASE DELIVER THE FOLLOWING PAGES AS SOON AS POSSIBLE TO:

NAME: Michelle Milligan

FIRM: Document Specialist

CITY:

FAX NO.: 850-205-0380

FROM: Judy Rodman, Paralegal

OUR FILE NO.: 62183-fkl **THE BISCAYNE INSTITUTES FOR HEALTH AND LIVING,
INC.**

COMMENTS: Fax Audit No. H04000094980 3
Letter No. 104A00029937
Account No. 071250001512

Enclosed please find the corrected Restated and Amended Articles of Incorporation, a copy of your letter referenced above, and the fax audit sheet. Please process accordingly.

TOTAL NUMBER OF PAGES INCLUDING THIS COVER SHEET: 5

DATE: May 3, 2004

IMPORTANT MESSAGE

THIS TRANSMITTAL IS INTENDED ONLY FOR THE USE OF THE INDIVIDUAL OR ENTITY TO WHICH IT IS ADDRESSED, AND MAY CONTAIN INFORMATION THAT IS PRIVILEGED, CONFIDENTIAL AND EXEMPT FROM DISCLOSURE UNDER APPLICABLE LAW. IF THE READER OF THIS TRANSMITTAL IS NOT THE INTENDED RECIPIENT, YOU ARE HEREBY NOTIFIED THAT ANY DISSEMINATION, DISTRIBUTION OR COPYING OF THIS COMMUNICATION IS STRICTLY PROHIBITED. IF YOU HAVE RECEIVED THIS COMMUNICATION IN ERROR, PLEASE NOTIFY US IMMEDIATELY BY TELEPHONE, AND RETURN THE ORIGINAL TRANSMITTAL TO US AT THE ABOVE ADDRESS VIA THE UNITED STATES POSTAL SERVICE. THANK YOU.

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Department of State 5/3/2004 11:16 PAGE 1/1 Right FAX



JDR

FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 3, 2004

THE BISCAYNE INSTITUTES FOR HEALTH AND LIVING, INC.
2785 NE 183RD ST
20801 BISCAYNE BLVD., STE. 307
MIAMI, FL 33160US

SUBJECT: THE BISCAYNE INSTITUTES FOR HEALTH AND LIVING, INC.
REF: M39036

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

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

The date of adoption of each amendment must be included in the document.

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) 245-6027.

Michelle Milligan
Document Specialist

FAX Aud. #: H04000094980
Letter Number: 104A00029937

Audit No. H04000094980 3

AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE BISCAYNE INSTITUTES FOR HEALTH AND LIVING, INC.

Pursuant to the provisions of Florida Statutes, the undersigned corporation hereby adopts the following Amended and Restated Articles of Incorporation of the Corporation:

FIRST:

The name of the Corporation is THE BISCAYNE INSTITUTES FOR HEALTH AND LIVING, INC.

SECOND:

The following Amended and Restated Articles of Incorporation were adopted by the Corporation:

"Article 1.

The name of the corporation is THE BISCAYNE INSTITUTES FOR HEALTH AND LIVING, INC.

Article 2.

The maximum number of shares of stock which the Corporation is authorized to issue and have outstanding at any one time is 10,000 shares of voting \$0.001 par value common capital stock and 10,000 shares of non-voting \$0.001 par value common capital stock.

Article 3.

The existence of the Corporation shall be perpetual.

Article 4.

The street address of the registered office of the Corporation is 100 SE 2nd Street, 17th Floor, Miami, FL 33131 and the registered agent of the corporation at that address is Fred K. Lickstein.

Article 5.

The mailing address of the Corporation is 2785 NE 183 Street, Aventura, FL 33160."

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THIRD:

The foregoing Amendment and Restatement of the Articles of Incorporation were adopted by the sole Director of the Corporation and by all of the shareholders entitled to vote on such amendment and restatement on March 10, 2004, and the number of votes cast by the shareholders was sufficient for approval.

FOURTH:

Upon the effectiveness of the foregoing Amendment and Restatement of the Articles of Incorporation, the officers of the Corporation are authorized to cancel the issued and outstanding stock certificates and provide to each shareholder a new certificate reflecting the amended authorized capital stock of the Corporation.

Marie A. Di Cowden, Inc.
Marie A. Di Cowden, President and
Secretary

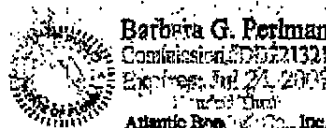
STATE OF FLORIDA)
) :ss
COUNTY OF MIAMI-DADE)

The foregoing instrument was acknowledged before me this 10 day of MARCH, 2004 by MARIE DI COWDEN, as President and Secretary of The Biscayne Institutes for Health & Living, Inc, ☒ who is personally known to me or ☐ who has produced _____ as identification.

Barbara G. Perlman
Notary Public, STATE OF FLORIDA

Print Name: *BARBARA G. PERLMAN*

My Commission Expires:



[jm] WA62183\ARTINC26.FIL(3/8/4-16:0)

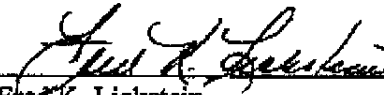
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Barbara G. Perlman
Commission #DD221321
Expires: Jul 24, 2007
Bonded Thru
Atlantic Bonding Co., Inc.

Audit No. H04000094980 3

ACCEPTANCE OF APPOINTMENT
AS
REGISTERED AGENT

Having been named as registered agent for the above-named corporation at the place designated in these Articles of Incorporation, 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.


Fred K. Lickstein

[jm] W:\62182\ARTINC26.FKL (5/3/4-11:49)

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