

P21000065886

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

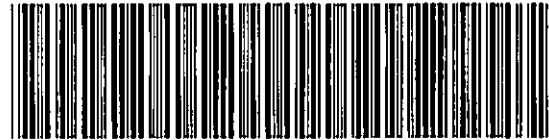
Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

No. 2021 AR

W21000076346

Office Use Only



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04/23/21--01017--003 \*\*105.00

FILED  
2021 JUL 20 AM 11:46

**COVER LETTER**

**TO:** New Filing Section  
Division of Corporations

**SUBJECT:** ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.

Name of Resulting Florida Profit Corporation

The enclosed Articles of Conversion, Articles of Incorporation, and fees are submitted to convert the following eligible entity into a "Florida Profit Corporation" in accordance with ss. 607.11933 & 607.0202, F.S.

Please return all correspondence concerning this matter to:

Ernest Papadoyianis

Contact Person

ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.

Firm/Company

2401 NW 40 Circle

Address

Boca Raton, Florida 33431-5414

City, State and Zip  
Code

edp@theomedspa.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ernest Papadoyianis at 561) 482-6408

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,  
and Certificate of Status and Certified Copy Certified Copy, and  
Certificate of Status

**Mailing Address:**

New Filing Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

New Filing Section  
Division of Corporations  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

2021 JUN 23 PM 4:45

FILED

**Articles of Conversion**  
For  
**Converting Eligible Entity**  
Into  
**Florida Profit Corporation**

FILED  
2021 JUN 20 10:45

The Articles of Conversion **and attached Articles of Incorporation** are submitted to convert the following **eligible business entity into a Florida Profit Corporation** in accordance with ss. 607.11933 & 607.0202, Florida Statutes.

1. The name of the Converting Entity immediately prior to the filing of the Articles of Conversion is:

**ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, LLC.**

Enter Name of the Converting Entity

2. The converting entity is a limited liability company L20000135438 (Enter entity type. Example: limited liability company, limited partnership, general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida  
(Enter state, or if a non-U.S. entity, the name of the country)

on May 18, 2020. Enter date "Converting Entity" was first organized, formed or incorporated.

3. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

**ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.**

Enter Name of Florida Profit Corporation

4. This conversion was approved by the eligible converting entity in accordance with this chapter and the laws of its current/organic jurisdiction.

5. If not effective on the date of filing, enter the effective date: \_\_\_\_\_.

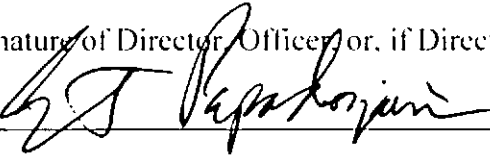
**(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)**

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 19th day of April, 2021.

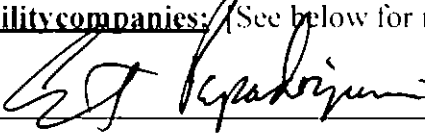
**Required Signature for Florida Profit Corporation:**

Signature of Director, Officer or, if Directors or Officers have not been selected, an Incorporator:



Printed Name: Ernest Papadoyianis Title: President

**Required Signature(s) on behalf of Converting Florida partnerships, limited partnerships, and limited liability companies: [See below for required signature(s).]**

Signature: 

Printed Name: Ernest Papadoyianis Title: President

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

Signature: \_\_\_\_\_

Printed Name: \_\_\_\_\_ Title: \_\_\_\_\_

**If Florida General Partnership or Limited Liability Partnership:**

Signature of one General Partner.

**If Florida Limited Partnership or Limited Liability Limited Partnership:**

Signatures of **ALL** General Partners.

**If Florida Limited Liability Company:**

Signature of a Member or Authorized Representative.

**All others:**

Signature of an authorized person.

**Fees:**

Articles of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$8.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

**ARTICLES OF INCORPORATION  
OF**

**ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.**

FILED  
2021 JUL 20 PM 1:45

The undersigned subscriber[s] to these Articles of Incorporation, natural person[s], competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I - CORPORATE NAME**

The name of the corporation is:

ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.

**ARTICLE II – PRINCIPAL OFFICE**

The principal place of business/mailling address is:

2401 NW 40 CIRCLE  
BOCA RATON, FLORIDA 33431-5414

**ARTICLE III - PURPOSE**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK**

The corporation is authorized to issue Twenty Million [20,000,000] shares of \$.001 par value Common Stock, which shall be designated "Common Shares".

**ARTICLE V – INITIAL REGISTERED AGENT**

The name and street address of the Initial Registered Agent of this Corporation is:

NAME: ERNEST D. PAPADOYIANIS  
ADDRESS: 2401 NW 40 CIRCLE  
CITY: BOCA RATON, FLORIDA 33431-5414

**ARTICLE VI - INITIAL OFFICERS AND DIRECTORS**

The corporation shall have ONE [1] director initially. The number of directors may be increased or diminished from time to time by the By-laws, but shall never be less than one [1]. The names and addresses of the initial directors of the corporation are as follows:

NAME: ERNEST D. PAPADOYIANIS  
TITLE: CHAIRMAN AND PRESIDENT  
ADDRESS: 2401 NW 40 CIRCLE  
CITY: BOCA RATON, FLORIDA 33431-5414

1. Ownership of stock shall not be required to make any person eligible to hold office either as an officer or director of this corporation.
2. The stockholders may, pursuant to the By-Law provision or by stockholders agreement, recorded in the minute book, impose such restrictions on the sale, transfer or encumbrances of stock of this corporation as they may see fit.
3. The Board of Directors of this corporation shall adopt By-Laws for the government of this corporation which shall be subordinate only to the certificate of incorporation and the laws of the United States and the State of Florida. The By-Laws may be amended from time to time by either the stockholders or the Board of Directors, but the Board of Directors may not alter or amend any By-Law adopted by the stockholders.
4. Any subscriber or stockholder present at any meeting, either in person or by proxy, and any director present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of the meeting unless he shall make objection at that meeting to any defect or insufficiency of notice.
5. If the By-Laws so provide, any action of the stockholders or Board of Directors which is required or permitted to be taken at a meeting may be taken without a meeting, in the manner provided in the By-Laws, to the extent now or thereafter to be permitted under statutes and laws of the State of Florida.
6. If the By-Laws so provide, any stockholder of this corporation, to the extent now or thereafter permitted pursuant to the By-Laws of this corporation and the statutes and laws of the State of Florida, may enter into any written agreement relating to any phase of the affairs of this corporation. No such agreement shall impose directors' or stockholders' liabilities upon the stockholders who are parties thereto except to the extent required by the Statutes and laws of the State of Florida.
7. The Board of Directors of this corporation is authorized to make provisions for reasonable compensation to its members for their services as directors and to fix the basis and conditions upon which such compensation shall be paid. Any director of this corporation may also serve in any other capacity and receive compensation therefor in any form.
8. The corporation shall indemnify any director, officer, or employee, or former director, officer or employee of the corporation, or any person who may have served at its request as a director, officer, or employee of another corporation in which it owns shares of capital stock, or of which it is a creditor, against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director, officer, or employee, except in relation to matters as to which he shall be adjudged in such action, or proceeding to be liable for negligence or misconduct in the performance of duty. The corporation may also reimburse to any officer, director, or employee the reasonable costs of settlement of any such action, suit or proceeding, if it shall be found by a

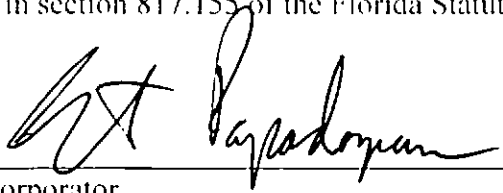
majority of a committee composed of the directors not involved in the matter of controversy [whether or not a quorum] that it was to the interests of the corporation that such settlement be made and that such director, officer, or employee was not guilty of negligence or misconduct. Such rights of indemnification and reimbursement shall not be deemed exclusive of any other rights to which such director, officer or employee may be entitled under By-Law, agreement vote of shareholders or otherwise.

#### **ARTICLE IX - INCORPORATOR**

The name of the person[s] signing these Articles of Incorporation are as follows:

NAME: ERNEST D. PAPADOYIANIS  
ADDRESS: 2401 NW 40 CIRCLE  
CITY: BOCA RATON, FLORIDA 33431-5414

I submit this document and affirm that the facts herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a felony as provided for in section 817.155 of the Florida Statutes.

  
\_\_\_\_\_  
Incorporator

4/19/21  
\_\_\_\_\_  
Date

**CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT  
OF**

**ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.**  
(Name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

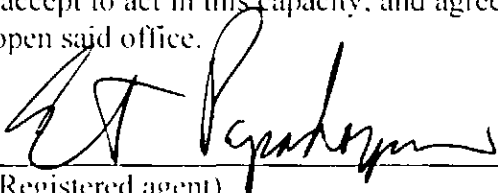
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at

2401 NW 40th CIRCLE  
BOCA RATON, FLORIDA 33431

has named ERNEST D. PAPADOYIANIS  
located at the aforesaid address, as its Registered Agent to accept service of process within the state.

**ACKNOWLEDGEMENT**

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

  
(Registered agent)



CONSENT TO ACTION WITHOUT MEETING OF THE SOLE MANAGER  
AND TO THE CONVERSION OF THE COMPANY TO A C CORPORATION

Written Consent to Action without meeting of the sole director of Advanced Integrative Medical Enterprises, LLC (the "Company") dated this 15<sup>th</sup> day of April, 2021.

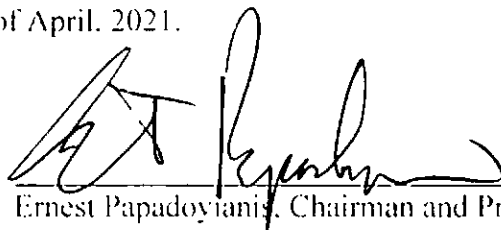
BACKGROUND:

- A. The Company is a Limited Liability Company organized under the laws of the State of Florida

IT WAS RESOLVED THAT:

1. Any one Manager of the Company is authorized to sign all documents and perform such acts as may be necessary or desirable to give effect to resolutions of the Company, until such time as other Managers/Directors are added.
2. That the Company is to be converted from a Florida LLC into a Florida C corporation with each outstanding Membership Unit being converted into One Share of Common Stock.
3. That the new C corporation will authorize 20,000,000 shares of Common stock at a par value of 0.001 per share.
4. That the new C corporation will authorize the issuance of Warrants and Stock Options under the future terms and conditions as dictated by the Board of Directors.

Date in the State of Florida on the 15<sup>th</sup> day of April, 2021.

  
Ernest Papadoyanis, Chairman and President



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 26, 2021

ERNEST PAPADOYIANIS  
2401 NW 40 CIRCLE  
BOCA RATON, FL 33431-5414

SUBJECT: ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC.  
Ref. Number: W21000076346

We have received your document for ADVANCED INTEGRATIVE MEDICAL ENTERPRISES, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As a condition of a conversion, pursuant to s.605.0212(9) & s.605.0212(10), s.607.1622(9) and/or 607.1622(10), Florida Statutes, the entity must be active and current in filing its annual reports with the Department of State through December 31 of the calendar year in which the conversion is submitted for filing.

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) 245-6052.

James G Harris  
Regulatory Specialist II

Letter Number: 121A00011298

2021 JUN -2 PM 10:46

L20000135438

**ERNEST D. PAPADOYIANIS**

**2401 NW 40<sup>th</sup> Circle**

**Boca Raton, FL 33431-5414**

**561-482-6408 ~ mobile 561-239-9379**

FL Division of Corporations

P.O. Box 6327

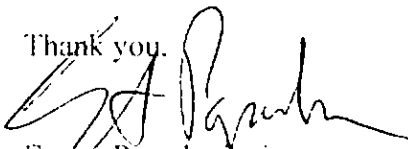
Tallahassee, FL 32314

June 21, 2021

Re: Advanced Integrative Medical Enterprises, LLC Conversion

Enclosed please find the previously submitted Articles of Conversion for the above referenced company, along with your letter dated May 26, 2021. I have satisfied the filing of the Annual report for 2021 (including the exorbitant penalties) and kindly request the conversion to the C-corp as detailed in the attached.

Thank you.



Ernest Papadoyianis