

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
SMILE WITH EASE BY DR. P, LLC**

1433932.06

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LARO

Michael G. Adams
Kentucky Secretary of State
Received and Filed:
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Fee Receipt: \$80.00

I, the undersigned, who organized, formed and created a Limited Liability Company, as defined in Sections KRS 14A and KRS 275 of the Revised Statutes of the Commonwealth of Kentucky, do hereby state and certify the following:

- 1. Name of Limited Liability Company.** On Friday, February 28, 2025, I formed the Kentucky Limited Liability Company named **Botox and Blessings by Dr. P LLC**.

Correct Name: For legal reasons, the name must be changed. Therefore, the correct name of the Limited Liability Company shall be **SMILE WITH EASE BY DR. P, LLC**. The Organization Number shall remain 1433932, as assigned by the Kentucky Secretary of State.

- 2. Location and Mailing Address of Company Office.** The registered office of the company is located at 196 Frankfort Road, Shelbyville, KY 40065 in Sheby County, Kentucky.

Correct Mailing Address: The original listed office of the company is located at 196 Frankfort Road, Shelbyville, KY 40065 in Sheby County, Kentucky. The correct mailing address for the business shall be Smile with Ease by Dr. P LLC, Attn: Dr. Danielle Pickinpaugh, 345 Links Drive, Simpsonville, KY 40067.

- 3. Registered Agent.** The Registered Agent for the business shall be and remain as Dr. Danielle Pickinpaugh.

Correct Address for Registered Agent: The original address listed for the registered agent was 196 Frankfort Road, Shelbyville, KY 40065. The correct address for mail and to serve the registered agent for the company shall be as follows:

Dr. Danielle Pickinpaugh, Reg. Agent
Smile with Ease by Dr. P LLC
345 Links Drive, Simpsonville, KY 40067.

- 4. Purpose of Company.** The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Section KRS 14A and KRS 275 of the Revised Statutes of the State of Kentucky.

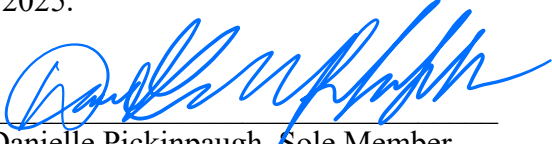
- 5. Duration of Company.** The company shall have a duration of 100 years.

- 6. Units of Ownership.** The maximum number of units of equity ownership which the company is authorized to have outstanding is 100 units.

- 7. Indemnification.**

- (A) The company shall indemnify any person who is or was a party, or who is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including all appeals, by reason of the fact that person is or was a member, managing member or employee of the company, or is or was serving at the request of the company as a director, trustee, officer or employee of another limited liability company, corporation, partnership, joint venture, trust or other enterprise, against any and all expenses (including reasonable attorneys' fees), judgments, decrees, fines, penalties and amounts paid in settlement, which were actually and reasonably incurred by that person in connection with such action, suit or proceeding, if that person acted in good faith and in a manner which was reasonably believed to be in, or at least not opposed to, the best interests of the company, and, with respect to any criminal action or proceeding, that person had no reasonable cause to believe the conduct was unlawful. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which was reasonably believed to be in, or at least not opposed to, the best interests of the company.
- (B) The foregoing indemnification shall not apply in the case of an action, suit or proceeding instituted by one or more members of the company, if the claim, matter or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnification; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties and amounts paid in settlement as determined by the court.
- (C) Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that person is entitled to be indemnified by the corporation.
8. **Governing Authority.** The limited liability company will be managed by its members. The name and address of the sole initial manager is Danielle Pickinpaugh, 345 Links Drive, Simpsonville, KY 40067 (100 units).
9. Under the penalty of perjury under the laws of the state of Kentucky that the foregoing is true and correct to the best of my knowledge.

SUBSCRIBED on this the 17th day of March, 2025.


Danielle Pickinpaugh, Sole Member