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From: JOHNSON, POPE, LLC

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Account Name : JOHNSON, BLAKELY, POPE, BOKER, RUPPEL & BURNS, P.A.
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LIMITED LIABILITY COMPANY

AGELESS PERMANENT MAKE-UP, LLC

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**ARTICLES OF ORGANIZATION
OF
AGELESS PERMANENT MAKE-UP, LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization:

**ARTICLE I
Name**

The name of this Company shall be: AGELESS PERMANENT MAKE-UP, LLC.

**ARTICLE II
Place of Business**

The principal place of business and mailing address of this Company shall be 4664 Brayton Terrace North, Palm Harbor, Florida 34685, and such other place or places as may be designated by the manager from time to time.

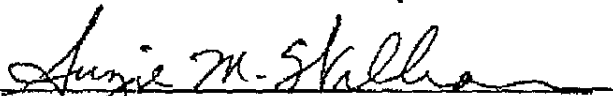
**ARTICLE III
Registered Agent and Office**

The initial registered agent for this Company shall be Suzie M. Williams, and the address of the registered agent for service of process shall be 4664 Brayton Terrace North, Palm Harbor, Florida 34685.

**ARTICLE IV
Management of Business**

The Company shall be manager-managed.

The undersigned has executed these Articles of Organization this 10th day of October, 2005.



SUZIE M. WILLIAMS, Manager

Prepared By:
Rinat Hadas, Esquire
Johnson, Pope, Bokor,
Ruppel & Burns, LLP
911 Chestnut Street
Clearwater, Florida 33756
Bar No. 0682411
(727) 461-1818

**CERTIFICATE OF DESIGNATION
AND ACCEPTANCE REGISTERED AGENT**

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Company, at the place designated above, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties hereunder.

Dated: October 5, 2005


SUZIE M. WILLIAMS

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