SUITE 300 1515 SOUTH FEDERAL HIGHWAY BOCA RATON, FLORIDA 33432

R. BOWEN GILLESPIE, III DONALD M. ALLISON* TODD C. DROSKY†

*Also Admitted in Arizona & California †Also Admitted in Colorado & the District of Columbia TELEPHONE (561) 368-5758 TELECOPIER (561) 395-0917 OF COUNSEL GARY L. BLUM+

 Admitted in New York Not Admitted in Florida

-02/28/00--01164--007

****130.00

February 25, 2000

Secretary of State Division of Corporations PO Box 6327 Tallahassee, Florida 32314

Re:

The Parthenon Salon Studios, L.C.

Limited Liability Company

J- 3202

W-6576

****130.00

Dear Sir or Madam:

Enclosed please find the Articles of Organization for the above-referenced limited liability company. I have also enclosed a check in the amount of \$130.00 representing payment of the following:

Filing Fees	\$100.00
Registered Agent Fee	25.00
Certificate of Status	5.00
TOTAL:	\$130.00

I would appreciate your registering the subject company and returning a filed copy and certificate to my attention. Thank you for your cooperation and anticipated prompt attention to this matter.

Sincerely yours,

Donald M. Allison

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DMA/cev Enclosures

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 10, 2000

DONALD M. ALLISON GILLESPIE & ALLISON, P.A. 1515 SOUTH FEDERAL HIGHWAY, SUITE 300 BOCA RATON, FL 33432

SUBJECT: THE PARTHENON SALON STUDIOS, L.C.

Ref. Number: W0000006576

We have received your document for THE PARTHENON SALON STUDIOS, L.C. and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please provide the managing member's address in Article VII.

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) 487-6958.

Lee Rivers Document Specialist

Letter Number: 200A00013558

ON MAR 22 AM 8: 31
SECRETARY FLORIDA

ARTICLES OF ORGANIZATION OF THE PARTHENON SALON STUDIOS, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be The Parthenon Salon Studios, L.C. ("company").

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the company shall be 5970 SW 18th Street, E-1, PMB 258, Boca Raton, Florida 33433.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is Donald M. Allison, Esquire, Gillespie & Allison, P.A., 1515 South Federal Highway, Suite 300, Boca Raton, Florida 33432.

ARTICLE V -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his, her or its interest in the company as set forth in the Operating Agreement of the company or the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company, other than the member proposing to dispose of his, her or its interest in the company approve of the proposed transfer by unanimous written consent.

ARTICLE VI -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of armember or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

ARTICLE VII -- MANAGEMENT

The company shall be managed by a managing member in accordance with the Operating Agreement of the company or regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the initial managing member of the company is Larry Goldstein. 5970 SW 18th Street, E-1 PMB 258, Boca Raton, Florida 33433.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Boca Raton, Florida, on February 23, 2000.

LARBOT GOLDSTEIN

STATE OF FLORIDA COUNTY OF PALM BEACH

Sworn to and subscribed before me this **23.4** day of February, 2000, by LARRY GOLDSTEIN.

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Section .	CHRISTINE E. VIDOUREK	П
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Christine E. Vidoustek ?

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Type of Identification Produced							LORIE	8:3	-
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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of The Parthenon Salon Studios, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

DONALD M. ALLISON Registered Agent

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