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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

Nirvana Spa LLC

Certificate of Status	0
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6/6/2000

ARTICLES OF ORGANIZATION
OF
NIRVANA SPA LLC

The undersigned, a member of Nirvana Spa LLC, adopts the following Articles of Organization for the purpose of organizing a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act:

FIRST: The name of the limited liability company (hereinafter called the "Company") is Nirvana Spa LLC.

SECOND: The mailing address and street address of the principal office of the Company is 8701 Collins Ave., Miami Beach, Florida 33154.

THIRD: The name of the initial registered agent of the Company in the State of Florida is Semone Zamyatin and the address of the initial registered agent of the Company is 15645 Collins Ave., Apt. 402, North Miami Beach, Florida 33160.

FOURTH: The Company is to be manager-managed and the name of the manager is Semone Zamyatin.

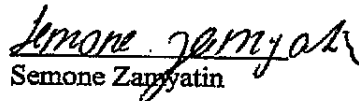
FIFTH: The Company may transact any or all lawful business which limited liability companies may conduct under the Florida Limited Liability Company Act.

Signed on May 21, 2000.


Carol Zamyatin/Member

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept its appointment as registered agent on which process may be served within the State of Florida for the proposed domestic limited liability company named in the foregoing Articles of Organization.


Semone Zamyatin

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