

**Electronic Articles of Organization
For
Florida Limited Liability Company**

**L02000032372
FILED 8:00 AM
December 04, 2002
Sec. Of State**

Article I

The name of the Limited Liability Company is:

FLORIDA SUN AIRBRUSH TANNING COMPANY, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

118 1/2 N. WOODLAND BLVD.
STE #4
DELAND, FL. 32720

The mailing address of the Limited Liability Company is:

P.O. BOX 697
DELAND, FL. US 32721-697

Article III

The name and Florida street address of the registered agent is:

JAMES R CARLEN JR.
345 W. KNOLL ST.
DELAND, FL. 32720

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: JAMES R. CARLEN JR.

Article IV

The name and address of managing members/managers are:

Title: MGR
JAMES R CARLEN JR.
345 W. KNOLL ST.
DELAND, FL. 32720 US

Title: MGR
PATRICIA A PATTEN
345 W. KNOLL ST.
DELAND, FL. 32720 US

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Article V

The effective date for this Limited Liability Company shall be:

12/04/2002

Signature of member or an authorized representative of a member

Signature: JAMES R. CARLEN JR.