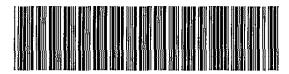
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CIAL INSTRUCTIONS			

ARTICLES OF ORGANIZATION

OF

GOLDEN DAY SPAS OF AMERICA, L.L.C.

a Florida Limited Liability Company

SECRETARY OF STATE STATE OF CORPORATIONS OF CORPORATIONS

ARTICLE I Name

The name of this Limited Liability Company is Golden Day Spas of America, L.L.C. (the "Company").

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Company is:

5555 Central Avenue Suite C St. Petersburg, FL 33710

ARTICLE III DURATION

The Company's existence shall commence upon the acceptance of the Articles of Organization by the Secretary of State of Florida and shall continue in existence until the expiration of fifty (50) years from such commencement date, unless sooner terminated, liquidated, or dissolved by law or by the unanimous consent of the Members.

ARTICLE IV MEMBERS

The names and addresses of the members of the Limited Liability Company are as follows:

Angela Mary Phan 5555 Central Avenue Suite C

St. Petersburg, FL 33710

Sedric Mack

5555 Central Avenue

Suite C

St. Petersburg, FL 33710

ARTICLE V MANAGEMENT

The Limited Liability Company is to be managed by one or more members and is therefore, a member-managed company. The name and addresses of the member-manager(s) is as follows:

Angela Mary Phan

Sedric Mack

5555 Central Avenue

5555 Central Avenue

Suite C

Suite C

St. Petersburg, FL 33710

St. Petersburg, FL 33710

ARTICLE VI REGISTERED AGENT AND REGISTERED OFFICE

The name and the Florida street address of the Registered Agent is:

Sedric Mack 5555 Central Avenue Suite C St. Petersburg, FL 33710

Golden Day Spas of America, L.L.C. a Florida limited liability company

Print Name: Sedric Mack
Its: Managing Member

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this day of <u>Lec.</u>, 2002, by Sedric Mack, as Managing Member of Golden Day Spas of America, L.L.C., who is personally known to me or produced as identification.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

My Commission Expires:

Notary Public, State of Florida

My Commission CC893274
Expires December 07 2003

ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida:

The name of the Limited Liability Company is: Golden Day Spas of America, L.L.C. The name and Florida street address of the Registered Agent is:

Sedric Mack 5555 Central Avenue Suite C St. Petersburg, FL 33710

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.

_(SEAL)

Print Name: <u>Sedric Mac</u>t

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SECRETARY OF STATE DIVISION OF CORPORATIONS