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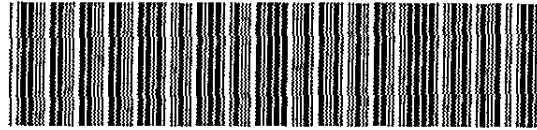
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SOCKOL & ASSOCIATES, P.A.

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Mary F. Booth
Tamara E. Johnson

* Certified Circuit Court Mediator

March 31, 2003

VIA OVERNIGHT DELIVERY

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

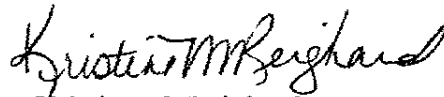
RE: TRANQUILITY DAY SPA, LLC
Articles of Organization

To Whom It May Concern:

On behalf of the above-referenced corporation, enclosed please find two executed originals of the Articles of Organization and Certificates of Designation Registered Agent and our check in the amount of \$125.00, representing the filing and registered agent fees. Please file these documents and return a "filed" stamped original of the Articles and Certificate to me.

If you have any questions or require further information, please do not hesitate to contact me, rather than returning the documents. Thank you for your attention to this matter.

Very truly yours,



Kristine M. Reighard
Legal Assistant

Enclosures

cc: Robin Grabowski

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - Name:

The name of the Limited Liability Company is Tranquility Day Spa, LLC.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is 300 ^{Fan}~~Sand~~ Palm Court NE, St. Petersburg, Florida 33703.

ARTICLE III - Registered Agent

The name and address of the registered agent and office is Robin Grabowski, 300 ^{Fan}~~Sand~~ Palm Court NE, St. Petersburg, Florida 33703.

ARTICLE IV - Management

The Limited Liability Company is to be managed by the members and the name and address of the managing member is Robin Grabowski, 300 ^{Fan}~~Sand~~ Palm Court NE, St. Petersburg, Florida 33703.

Tranquility Day Spa, LLC

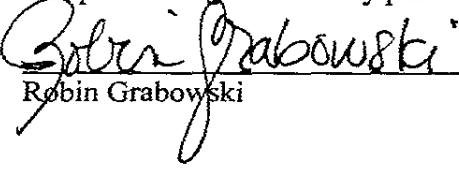
By: Robin Grabowski
Robin Grabowski
Its: Managing Member

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN
THE STATE OF FLORIDA**

1. The name of the limited liability company is Tranquility Day Spa, LLC.
2. The name and address of the registered agent and office is Robin Grabowski, 300 ^{Fan} ~~Sand~~ Palm Court NE, St. Petersburg, Florida 33703.

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.


Robin Grabowski

3.31.03
Date