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#### JONATHAN B. ALPER

ATTORNEY AT LAW 274 KIPLING COURT HEATHROW, FL 32746

TELEPHONE: (407) 444-0404 E-Mail: JONALPER@AOL.COM

July 11, 2003

Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

RE: Transformations Tanning and Skin Care II

Dear Sirs:

Enclosed are the original and one copy of the Articles of Organization for Transformations Tanning and Skin Care  $\Pi$  and a check in the amount of \$125 for filing fees. Please return a file date stamped copy in the envelope provided.

Sincerely,

Legal Assistant

#### ARTICLES OF ORGANIZATION

#### FOR FLORIDA LIMITED LIABILITY COMPANY

#### ARTICLE I - NAME

Con May Milk Con Mark The name of the Limited Liability Company is TRANSFORMATIONS TANNING AN SKIN CARE II, LLC.

#### **ARTICLE II - ADDRESS**

The mailing address of the principal office of the Limited Liability Company is 400 Conservatory Cove, Lake Mary, FL 32746 and the street address is 400 Conservatory Cove, Lake Mary, FL 32746.

#### ARTICLE III - MANAGEMENT BY MEMBER MANAGER

The Limited Liability Company is to be managed by a Member Manager.

#### ARTICLE IV - LIMITATION ON AGENCY AUTHORITY OF MEMBERS

No member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contract liability on behalf of the company solely by virtue of being a member.

### ARTICLE V - REGULATIONS MUST BE IN WRITING

Any Regulations relating to this limited liability company must be in writing and signed by all members.

#### <u>ARTICLE VI</u> EFFECTIVE DATE

The effective date of these Articles of Organization shall be upon filing.

## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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.

- 1. The name of the Limited Liability Company is TRANSFORMATIONS TANNING AND SKIN CARE II, LLC.
  - 2. The name and the Florida street address of the registered agent are:

James A. Carlton 206 Shady Oaks Circle Lake Mary, FL 32746

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated on 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.

James A. Carlton Registered Agent