

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

L04000061614
FILED 8:00 AM
August 19, 2004
Sec. Of State
dcushing

Article I

The name of the Limited Liability Company is:
HEALTHSPA TECHNOLOGIES OF NAPLES, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
6800 GOLDEN GATE PARKWAY
NAPLES, FL. US 34105

The mailing address of the Limited Liability Company is:
12305 WESTPORT ROAD
SUITE 104
LOUISVILLE, KY. US 40245

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
GABRIEL J ERVIN
6800 GOLDEN GATE PARKWAY
NAPLES, FL. 34105

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: GABRIEL J ERVIN

Article V

The name and address of managing members/managers are:

Title: MGRM
GABRIEL J ERVIN
6800 GOLDEN GATE PARKWAY
NAPLES, FL. 34105 US

Title: MGRM
PAUL W CROCE
12305 WESTPORT ROAD SUITE 104
LOUISVILLE, KY. 40245 US

Title: MGRM
JOSEPH E BLANDFORD JR
310 WEST LIBERTY STREET SUITE 600
LOUISVILLE, KY. 40202 US

Article VI

The effective date for this Limited Liability Company shall be:

08/17/2004

Signature of member or an authorized representative of a member

Signature: PAUL W CROCE

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