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CAPITAL CONNECTION, INC.

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Walk-In

The Skin Care Studio, L.C. Art of Inc. File_____ LTD Partnership File_____ Foreign Corp. File____ L.C. File____ Fictitious Name File Trade/Service Mark____ Merger File_____ Art. of Amend. File_____ ____ RA Resignation____ Dissolution / Withdrawal Annual Report / Reinstatement____ Cert. Copy___ Photo Copy____ Certificate of Good Standing Certificate of Status____ Certificate of Fictitious Name Corp Record Search_____ Officer Search_____ Fictitious Search_____ Fictitious Owner Search____ Signature Vehicle Search ___ Driving Record_____ Requested by: UCC 1 or 3 File_____ UCC 11 Search____ Name UCC 11 Retrieval____

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PROFINE DATE OF GRAPES SEE FLORIDA

ARTICLES OF ORGANIZATION FOR THE SKIN CARE STUDIO, L.L.C. or or of the state of the state

ARTICLE I.

NAME

The name of the Limited Liability Company is THE SKIN CARE STUDIO, L.L.C.

ARTICLE II.

REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

SANDRA L. SHUMATE 4237 PEBBLE POINTE DRIVE LAKELAND, FL 33813

This will also serve as the company's principal and mailing address.

ARTICLE III.

MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.

ARTICLE IV.

EFFECTIVE DATE

The effective date of the Limited Liability Company shall be September 29, 2004.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

SANDRA L. SHUMATE,

Member

ACCEPTANCE BY REGISTERED AGENT

Having been named 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 as provided for in Chapter 608, F.S.

SANDRA L. SHUMATE,

Registered Agent