

FROM EDWARDS COHEN
Division of Corporations

(WED) SEP 28 2005 15:51/ST. 15:51/NO. 6338717265 P 1
Page 1 of 1

L05000092994

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H05000230722 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)205-0383

From: Account Name : EDWARDS COHEN
Account Number : I19980000024
Phone : (904)633-7979
Fax Number : (904)633-9026

RECEIVED

05 SEP 28 PM 3:33

DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT
SALAN D'ORSAY LLC

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$30.00

FILED
05 SEP 28 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CR 09/28/05

Electronic Filing Menu

Corporate Filing

Public Access Help

4/p

H0500230722 3

**AMENDED AND RESTATEED
ARTICLES OF ORGANIZATION FOR
SALAN D'ORSAY LLC
A FLORIDA LIMITED LIABILITY COMPANY**

THIS IS TO CERTIFY THAT:

FIRST: These Amended and Restated Articles of Organization amend and restate in the entirety the Articles of Organization of SALAN D'ORSAY LLC, a Florida limited liability company ("Company").

SECOND: The original Articles of Organization of the Company were filed with the Florida Department of State on September 21, 2005.

THIRD: The original Articles of Organization of the Company are hereby amended and restated in their entirety as follows, effective on the date set forth below:

**ARTICLES OF ORGANIZATION
OF
SALON d'ORSAY LLC**

Pursuant to section 608.407 of the Florida Limited Liability Company Act, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of the Company is Salon d'Orsay LLC.

**ARTICLE II
DURATION**

Unless earlier terminated pursuant to the Act or the Operating Agreement as defined in § 608.402(24) of the Act) of the Company, the period of its duration shall be perpetual.

**ARTICLE III
ADDRESS**

FILED
05 SEP 28 AM 8:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000230722 3

H05000230722 3

The mailing and street address of the principal office of the Company shall be 2711 Old River Road, Jacksonville, Florida 32223.

ARTICLE IV REGISTERED AGENT AND OFFICE

The initial registered office of the Company shall be 6 East Bay Street, Suite 500, Jacksonville, Florida 32202 and its initial registered agent at such office shall be David Cohen.

ARTICLE V ADDITIONAL MEMBERS

Additional members (as the term "member" is defined in § 608.402(21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement of the Company.

ARTICLE VI CONTINUATION OF BUSINESS; ETC.

The remaining members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event which terminates the continued membership of the member or members in the Company as provided in the Act or the Operating Agreement of the Company. The Company shall not file a voluntary bankruptcy petition or take other actions to seek protection under federal or state laws related to insolvency (including consenting to or acquiescing in an involuntary petition) without the affirmative, unanimous vote of all of the members and of the manager of the Company. Whenever voting on matters as to which a vote of the membership of the Company is required, the members and manager of the Company shall consider the interests of the creditors of the Company as well as the interests of its members. No assets of the Company shall at any time be commingled with those of a member or manager of the Company, and all dealings between the Company and one or more of its members shall be conducted on an arm's-length basis.

ARTICLE VII MANAGEMENT OF THE COMPANY

H05000230722 3

H05000230722 3

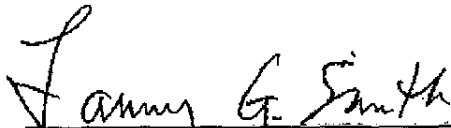
The Company will be managed by one or more managers selected as provided in the Operating Agreement of the Company. The initial managers of the Company are Tammy G. Smith, Sonya G. Cohen and David Cohen.

ARTICLE VIII
BUSINESS OF THE COMPANY

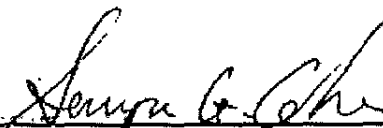
The Company may engage in any business permitted to any type of business activity under the laws of the state of Florida, including without limitation beauty services of all types and the sale of goods, services and real property interests.

IN WITNESS WHEREOF, the undersigned, each member of the Company has executed these Amended and Restated Articles of Organization in accordance with the Florida Limited Liability Company Act.

Dated this 21st day of September, 2005.



Tammy G. Smith, Member



Sonya G. Cohen, Member

FILED
05 SEP 28 AM 8:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H05000230722 3