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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Moda Clinical Skincare Studio, LLC

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**ARTICLES OF ORGANIZATION
OF
MODA CLINICAL SKINCARE STUDIO, LLC
A FLORIDA LIMITED LIABILITY COMPANY**

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TALLAHASSEE, FLORIDA

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I

NAME

The name of this limited liability company is "MODA CLINICAL SKINCARE STUDIO, LLC," referred to in these Articles of Organization as the "Company."

ARTICLE II

**PRINCIPAL OFFICE, MAILING ADDRESS AND
REGISTERED AGENT**

The mailing address of the Company is 4015 Henderson Blvd., Tampa, Florida 33609, and the principal office of the Company is the same. The Company's registered agent is REVA G. LEVY, whose office is located at 3300 S. Tamiami Trail, Suite 6, Sarasota, Florida 34239, which office also serves as the Company's registered office.

ARTICLE III

EFFECTIVE DATE OF EXISTENCE/DURATION

The existence of the Company shall commence as of the filing of these Articles with the Department of State. The duration of the Company shall thereafter be perpetual.

ARTICLE IV

PURPOSE AND POWERS

This Company is organized with a general business purpose, has all powers provided by law, and may use those powers to any lawful purpose.

ARTICLE V

MANAGEMENT BY MEMBERS

The Company shall be managed by its members.

ARTICLE VI

ADMISSION OF NEW MEMBERS

The Company may admit new members by the unanimous consent of the members or as otherwise provided in its Operating Agreement.

ARTICLE VII

AMENDMENTS

These Articles of Organization may be amended as provided in the Company's Operating Agreement.

ARTICLE VIII

SUBSCRIBER

The name and address of the person signing these Articles of Organization, who is an authorized representative of the Company, is:

Name

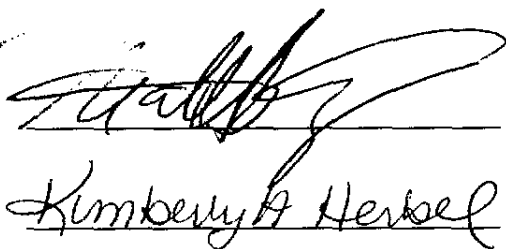
Address

REVA G. LEVY

3300 S. Tamiami Trail, Suite 6
Sarasota, FL 34239

EXECUTED on 3-15, 2006.

WITNESSES:



Kimberly A. Herbst



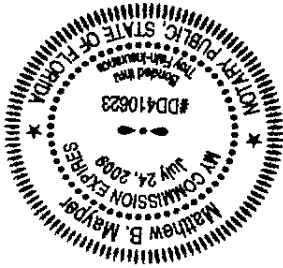
REVA G. LEVY

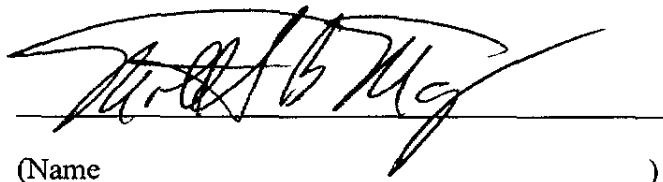
SUBSCRIBER

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on 3-15, 2006, by
REVA G. LEVY, who is personally known to me.




(Name _____)

Notary Public


Serial Number (if any) _____

Commission Expiration Date _____



ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby agrees, as registered agent, to accept service of process on behalf of the Company. The undersigned is familiar with and accepts all of the obligations of a registered agent of a Florida limited liability company.


REVA G. LEVY

355931