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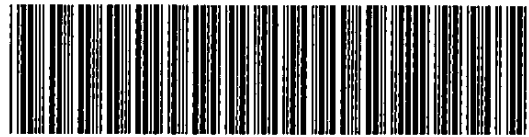
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PENSACOLA, FLORIDA 32502

MAIL TO:
POST OFFICE BOX 1831
PENSACOLA, FLORIDA 32591-1831

October 8, 2006

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

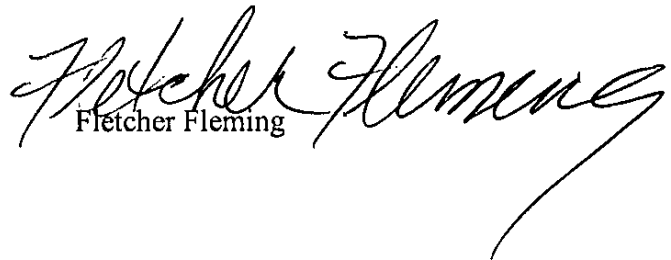
RE: Cosmoderm Studio, LLC.
Our File No: F2026.00000

Gentlemen:

We hand you the original and one copy of the Articles of Organization for Cosmoderm Studio, LLC. Please file the articles in the records of your office, certify the duplicate copy and return it to the undersigned. We enclose this firm's check i/a/o \$155.00 for payment of the required fees.

Yours truly,

SHELL, FLEMING, DAVIS & MENGE


Fletcher Fleming

FF:crb
Enclosures
cc: Trudy M. Rogers
F2026.00000

ARTICLES OF ORGANIZATION
OF
COSMODERM STUDIO, LLC.

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TALLAHASSEE, FLORIDA

The undersigned hereby certify that they desire to form a limited liability company under Chapter 608, Florida Statutes, and other laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be COSMODERM STUDIO, LLC and its principal place of business shall be in the City of Pensacola, County of Escambia, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II

PURPOSES AND POWERS

The limited liability company is formed for the purpose of and is authorized to conduct, engage in and transact any business or businesses which a limited liability company is authorized to

transact under the laws of Florida. In conducting, engaging in and transacting such business or businesses, the limited liability company shall have all of the powers conferred upon or granted to limited liability companies, including, but not limited to those granted by Section 608.404, Florida Statutes, and in addition shall have the following powers:

1. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

2. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

3. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein or otherwise granted or permitted by law, while acting as agent, nominee, or attorney in fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

4. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or growing out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

5. The provisions of this section shall be construed as both purposes and powers and are intended to vest in the limited liability company all powers that may be exercised by such companies, but shall not be construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III

PROFITS AND LOSSES

(a) **Sharing of Profits.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a distributive share of the profits equal to his proportionate ownership interest. Unless otherwise provided herein or in the operating agreement, ownership of the LLC shall be shared equally by the members. The distributive share of the profits shall be determined and paid to the members on December 31 of each year. The company's fiscal year shall begin on January 1 and end on December 31.

(b) **Losses.** All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in the same proportion that profits are shared.

ARTICLE IV

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of and pursuant to policies, rules and regulations established by the voting members, who are hereby designated as the managers of the limited liability company, and whose names and addresses are as follows:

Trudy M. Rogers
2014 Hamilton Crossing Drive
Cantonment, FL 32533

Brenda Bloom
1834 Smugglers Cove
Gulf Breeze, FL 32561

This article may be amended from time to time in the operating agreement or regulations of the limited liability company, by a unanimous vote of the members.

ARTICLE V

DURATION

This limited liability company shall have perpetual existence unless dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The mailing address and the street address of the principal office of this limited liability company shall be 821 E. Gadsden Street, Pensacola, FL 32501, and its street address shall be the same, in the City of Pensacola, County of Escambia, State of Florida.

ARTICLE VII

MANAGEMENT

Until the members provide otherwise in the Operating Agreement or by regulation, management of the limited liability company shall be accomplished by its members, who are named in Article IV above.

Until changed by the Operating Agreement or by regulations adopted by the members, any member may execute any document for and on behalf of and in the name of the limited liability company.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND

REGISTERED AGENT

The address of the initial registered office of the limited liability company shall be 821 E. Gadsden Street, Pensacola, FL 32501, County of Escambia, State of Florida 32501 and the name of

its initial registered agent at such address is Trudy M. Rogers.

ARTICLE IX

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with the consent of all voting members. The remaining rights of the members shall be as set forth in the operating agreement. The limited liability company shall have such groups or classes of members, including voting and non-voting members, as the operating agreement may provide.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of the remaining members.

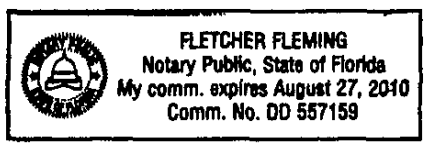
The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of COSMODERM STUDIO, LLC.

Executed by Trudy M. Rogers and Brenda Bloom on October 17th
2006.

Trudy M. Rogers
TRUDY M. ROGERS, Member
Brenda Bloom
BRENDA BLOOM, Member

STATE OF FLORIDA
COUNTY OF ESCAMBIA

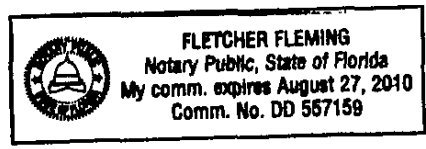
The foregoing instrument was acknowledged before me this 17th day of October, 2006, by Trudy M. Rogers, who is personally known to me, ~~or who presented~~ _____ for identification.



Fletcher Fleming
NOTARY PUBLIC
Commission No.: _____
My Commission Expires: _____

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 17th day of October, 2006, by Brenda Bloom, who is personally known to me, or who presented DRIVERS LICENSE for identification.



Fletcher Fleming
NOTARY PUBLIC
Commission No.: _____
My Commission Expires: _____

CONSENT OF RESIDENT AGENT

The undersigned is familiar with, and accepts the obligations of the Resident Agent of the above named limited liability company as provided in Chapter 608, Florida Statutes.

Dated this 11th of October, 2006.


TRUDY M. ROGERS,
Registered Agent