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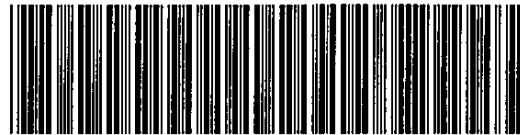
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LARRY M. STEWART, P.A.

Attorney at Law

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Post Office Box 809
Stuart, Florida 34995
(772) 283-8191
Fax (772) 283-4396

December 18, 2006

Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

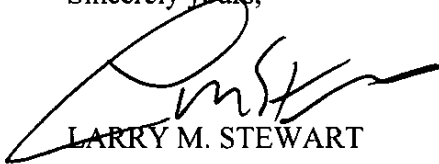
Re: RHETTA B'S THE SALON PALM CITY, LLC

To Whom It May Concern:

Enclosed please find an original and one copy of Articles of Organization for Florida Limited Liability Company pertaining to Rhetta B's The Salon Palm City, LLC, together with our check in the amount of \$155.00. \$100.00 is applicable to the filing fee, \$25.00 to the Designation of Registered Agent, and \$30.00 for a certified copy. Please forward the certified copy back to this office as soon as possible.

With kindest personal regards.

Sincerely yours,



LARRY M. STEWART

LMS/csy
encl

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - NAME

The name of the limited liability company is RHETTA B'S THE SALON PALM CITY, LLC.

ARTICLE II - ADDRESS

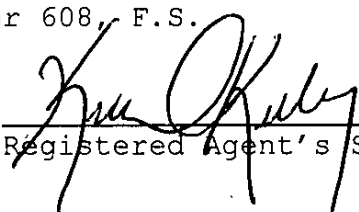
The mailing address of the Company's principal place of business is 42 W. Osceola St., Stuart, FL 34994. The street address of the Company's principal place of business is 42 W. Osceola St., Stuart, FL 34994.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

KENNETH D. KELLY
42 W. Osceola St.
Stuart, FL 34994

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 as provided for in Chapter 608, F.S.


Registered Agent's Signature

ARTICLE IV - DURATION

The period of duration for the Company is perpetual.

ARTICLE V - REGISTERED AGENT AND OFFICE

The name of the Company's initial registered agent in Florida is KENNETH D. KELLY. The address of the Company's registered

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office in Florida is 42 W. Osceola St., Stuart, FL 34994.

ARTICLE VI - MANAGEMENT

The Company is to be managed by two (2) managers. The initial managers will serve until the first annual meeting of the members. The initial managers are the following:

<u>Name:</u>	<u>Address:</u>
KENNETH D. KELLY	42 W. Osceola St. Stuart, FL 34994
LORETTA BOYCE KELLY	42 W. Osceola St. Stuart, FL 34994

ARTICLE VII - INITIAL MEMBERS

The following persons are the initial members for the Company:

<u>Name:</u>	<u>Address:</u>
KENNETH D. KELLY	42 W. Osceola St. Stuart, FL 34994
LORETTA BOYCE KELLY	42 W. Osceola St. Stuart, FL 34994

ARTICLE VIII - ADMISSION OF NEW MEMBERS

Members of the Company have the right to admit new members. Additional members may be admitted by the written consent of existing members holding seventy-five percent (75%) of the stock of the Company, and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX - CONTINUATION

The remaining members of the Company have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business of the Company may be continued by the written consent of seventy-five percent (75%) of the remaining members.

ARTICLE X - ADDITIONAL PROVISIONS

Except as otherwise provided in these Articles of Incorporation or the Regulations of this Company, the applicable provisions of Florida Statutes Chapter 608 shall apply. In the event there is any conflict between the provisions of Florida Statutes Chapter 608 and the provisions of these Articles and/or Regulations, these Articles or Regulations shall control. In the event there is any conflict between the provisions of these Articles and the Regulations of this Company, the Regulations shall control.

IN WITNESS WHEREOF, we have executed these Articles of Organization on this 13th day of December, 2006, at Sarasota Florida.

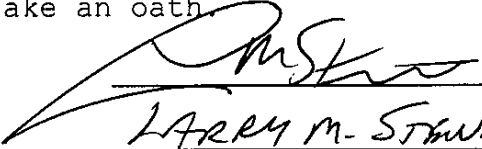

KENNETH D. KELLY


LORETTA BOYCE KELLY

STATE OF FLORIDA
COUNTY OF MARTIN

13th SWORN TO AND SUBSCRIBED BEFORE ME, a notary public, this day of December, 2006 by KENNETH D. KELLY, who is personally known to me and who did not take an oath.

(Notary Seal)  **Larry M. Stewart**
Commission # DD524624
Expires May 29, 2010
Bonded Troy Pain - Insurance, Inc. 800-385-7019

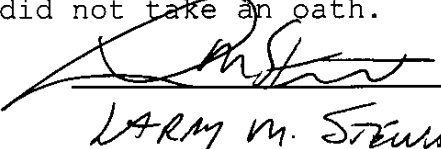

LARRY M. STEWART
Notary Public
My Commission Expires:

MAY 29, 2010

STATE OF FLORIDA
COUNTY OF MARTIN

13th SWORN TO AND SUBSCRIBED BEFORE ME, a notary public, this day of December, 2006 by LORETTA BOYCE KELLY, who is personally known to me and who did not take an oath.

(Notary Seal)  **Larry M. Stewart**
Commission # DD524624
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LARRY M. STEWART
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