

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L07000030745
FILED 8:00 AM
March 21, 2007
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:

MASSAGE ENVY OF SOUTH POINTE COMMONS, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

11054 WINE PALM RD
FORT MYERS, FL. 33966

The mailing address of the Limited Liability Company is:

11054 WINE PALM RD
FORT MYERS, FL. 33966

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

GORDON C KAUFMAN
11054 WINE PALM RD
FORT MYERS, FL. 33966

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.

Registered Agent Signature: GORDON C KAUFMAN

Article V

The name and address of managing members/managers are:

Title: MGRM
GORDON C KAUFMAN
11054 WINE PALM RD
FORT MYERS, FL. 33966

Title: MGRM
STEVEN W SCHWENK
11850 BRAMBLE COVE DR
FORT MYERS, FL. 33905

Title: MGRM
ANTHONY J DEMPSEY
903 THIRD ST EAST
PALMETTO, FL. 34221

Article VI

The effective date for this Limited Liability Company shall be:

03/20/2007

Signature of member or an authorized representative of a member

Signature: GORDON C KAUFMAN

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