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ARTICLES OF AMENDMENT TO THE ARTICLES OF ORGANIZATION OF CLUB SOHO TANNING COMPANY, LLC

CLUB SOHO TANNING COMPANY, LLC, a Florida limited liability company (Florida Division of Corporations document number <u>L08000058018</u>) (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State on June 12, 2008, effective as of June 10, 2008, hereby certifies as follows:

The Company's Articles of Organization are hereby amended by deleting the present form of Article I in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE I

The name of the Limited Liability Company is CLUB SoHOT TANNING COMPANY, LLC."

The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

IN WITNESS WHEREOF, the Company has caused these Articles of Amendment to be prepared under the signature of its Manager this 6th day of February, 2009.

CLUB SOHO TANNING COMPANY, LLC

Andrew Irvine, Manager