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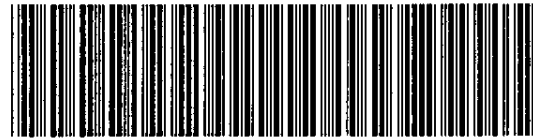
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**D. BRUCE**

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**EXAMINER**

# ZAPPITELL | *Law Firm*

David J. Zappitell  
Board Certified Civil Trial Lawyer

200 NE 2<sup>nd</sup> Avenue  
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Stephen M. Kapral, Jr.

Also admitted in North Carolina

Kerri C. Smith

Joseph P. Wagoner, P.A.

Lead Paralegal:

Cheryl A. Gunnarson

November 9, 2011

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Unique Hair Solutions, LLC

To Whom it May Concern:

Enclosed herewith please find Amended Articles of Organization of Unique Hair Solutions, LLC, along with payment in the sum of \$25.00 for the filing fee and a second payment in the sum of \$30.00 for a Certified Copy of the Amended Articles. Please return same in the enclosed envelope.

Thank you very much, and feel free to contact the undersigned should you have any questions or require additional information.

Very truly yours,



CHERYL GUNNARSON  
Legal Assistant

/cg  
Enclosure

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**AMENDED ARTICLES OF ORGANIZATION OF  
UNIQUE HAIR SOLUTIONS, LLC**

**a Limited Liability Company**

The undersigned Mangers hereby certify that they have associated to form a Limited Liability Company in accordance with Limited Liability Companies Act, Florida Statutes; providing for the formation, rights, privileges and immunities of for profit limited liability companies. We further declare that the following Articles shall be the charter and authority for the conduct of business of this limited liability company, along with the Operating Agreement.

**ARTICLE I  
NAME AND ADDRESS**

The name of the limited liability company shall be:

*Unique Hair Solutions, LLC*

and its principal place of business and mailing address shall be:

*200 N.E. 2<sup>nd</sup> Avenue, Suite 103  
Delray Beach, Florida, 33444*

**ARTICLE II  
PURPOSES AND POWERS**

The general nature of the business to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the professional limited liability company, shall be as follows:

1. To engage in the business of producing, distributing and marketing hair care products and treatment to salons, retailers and/or the public;
2. To do all things reasonably incidental thereto, including, but not limited to, encumbering, mortgaging, selling, operating or managing real and personal property or entities owning real and personal property;
3. To engage in any lawful act or activity for which limited liability companies may be organized under the Act;
4. To exercise all other powers necessary of or reasonably connected with the Company's business that may be legally exercised by limited liability companies under the Act; and

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5. To engage in all activities necessary, convenient, or incident to any of the foregoing.

### ARTICLE III CAPITAL CONTRIBUTIONS AND MEMBER RESPONSIBILITY

Members have contributed cash, property and/or in-kind services for a total current valuation of Two Hundred and Fifty thousand (\$250,000) Dollars. Members' percentage interest in the limited liability company is set forth hereinbelow, and responsibilities shall be set forth in the Operating Agreement.

### ARTICLE IV PROFITS, LOSSES AND EXPENSES

All profits, losses and expenses from the operation of the professional limited liability company business shall be distributed in accordance with the percentage ownership as stated in Exhibit "A".

### ARTICLE V DURATION

This professional limited liability company shall exist perpetually, or until dissolved in a manner provided by law.

### ARTICLE VI MANAGEMENT

The limited liability company is to be managed by two managers at present. The name(s) and address(es) of the persons who shall serve as such are as follows:

*David J. Zappiell*  
200 N.E. 2<sup>nd</sup> Avenue, Suite 103  
Delray Beach, Florida, 33444.

\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

*Thomas Thompson*  
2976 Fawn Drive  
Loxahatchee, FL 33470

\_\_\_\_\_  
Signature of a member or an authorized representative of a member.

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(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**ARTICLE VII  
REGISTERED OFFICE AND  
REGISTERED AGENT**

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

David J. Zappitell, Esquire  
Name  
200 N.E. 2<sup>nd</sup> Avenue, Suite 103  
Florida Street Address  
Delray Beach, Florida 33444  
City, State, and Zip

*Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept 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 VIII  
RESTRICTIONS ON MEMBERSHIP**

Restrictions stated in the company's Operating Agreement, which may be amended per its terms.

The undersigned, being the original members of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of Unique Hair Solutions, LLC.

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Executed by the undersigned at Delray Beach, Palm Beach County, Florida, on \_\_\_\_\_, 2011.

PERCENTAGE INTEREST:

\_\_\_\_\_  
35%

\_\_\_\_\_  
35%

\_\_\_\_\_  
20%

\_\_\_\_\_  
10%

MEMBERS:

\_\_\_\_\_  
David J. Zappileh

\_\_\_\_\_  
Thomas Thompson

\_\_\_\_\_  
Carlos J. Jimenez

*James Thompson*  
\_\_\_\_\_  
James Thompson

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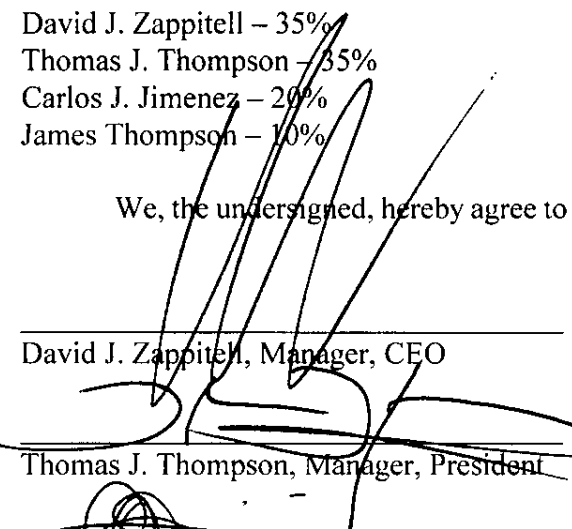
**AMENDMENT TO EXHIBIT "A" OF OPERATING AGREEMENT  
OF UNIQUE HAIR SOLUTIONS, LLC, DATED SEPTEMBER 9, 2009**

It is resolved following Board Meeting that the Unique Hair Solutions, LLC, operating agreement effective September 1, 2009 shall be amended December 30, 2009 as follows:

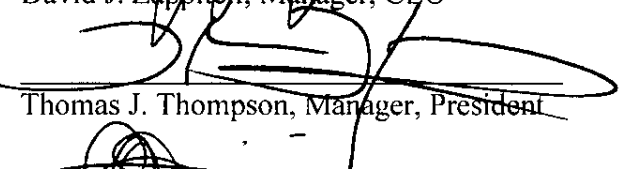
Exhibit "A" to the Operating Agreement of Unique Hair Solutions, LLC Members and Interest will be changed to reflect that Eric Perna in 2009 tendered his 7.5% interest to the company and new interests shall be as follows for active employees:

David J. Zappitell – 35%  
Thomas J. Thompson – 35%  
Carlos J. Jimenez – 20%  
James Thompson – 10%

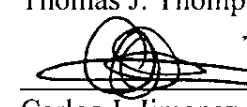
We, the undersigned, hereby agree to the percentage interest changes as stated hereinabove.

  
\_\_\_\_\_  
David J. Zappitell, Manager, CEO

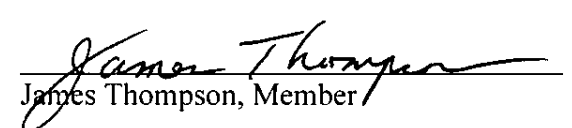
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\_\_\_\_\_  
Thomas J. Thompson, Manager, President

11-18-11  
Date

  
\_\_\_\_\_  
Carlos J. Jimenez, Member

11-18-11  
Date

  
\_\_\_\_\_  
James Thompson, Member

9/20/2011  
Date

All other terms contained within the Operating Agreement shall remain unchanged. These changes shall be valid as of December 31, 2009 for all purposes and Amended Articles of Organization reflecting same will be filed.

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