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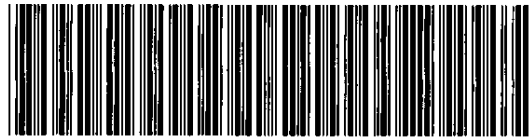
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Conversion

1.

Fountain of Youth Med Spa And Salon, LLP
(CORPORATE NAME AND DOCUMENT #)

2.

(CORPORATE NAME AND DOCUMENT #)

3.

(CORPORATE NAME AND DOCUMENT #)

4.

(CORPORATE NAME AND DOCUMENT #)

5.

(CORPORATE NAME AND DOCUMENT #)

6.

(CORPORATE NAME AND DOCUMENT #)

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CERTIFICATE OF CONVERSION
of
FOUNTAIN OF YOUTH MED SPA & SALON, LLP
into
FOUNTAIN OF YOUTH MED SPA & SALON, LLC

This Certificate of Conversion is submitted to convert the following Florida limited liability partnership into a Florida Limited Liability Company in accordance with §620.8912 and §608.439 Florida Statutes.

1. The other entity, FOUNTAIN OF YOUTH MED SPA & SALON, LLP filed a Partnership Registration Statement and Statement of Qualification as a Florida limited liability partnership with the Florida Department of State effective May 1, 2009.
2. The name of the other entity immediately prior to the filing of this Certificate of Conversion is FOUNTAIN OF YOUTH MED SPA & SALON, LLP.
3. The name of the Florida limited liability company into which the other entity converted is FOUNTAIN OF YOUTH MED SPA & SALON, LLC.
4. The conversion is to be effective upon filing with the Florida Department of State.
5. The Plan of Conversion was approved by all of the partners of FOUNTAIN OF YOUTH MED SPA & SALON, LLP as required under its Partnership Agreement and as required under §620.8913, Florida Statutes, which vote is sufficient for approval.

Signed as of the 10th day of December, 2010.

FOUNTAIN OF YOUTH MED SPA & SALON, LLP

By: 

Felicia A. Ferreira, General Partner
and Authorized Representative

FOUNTAIN OF YOUTH MED SPA & SALON, LLC

By: 

Felicia A. Ferreira
Authorized Representative

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ARTICLES OF ORGANIZATION
OF
FOUNTAIN OF YOUTH MED SPA AND SALON, LLC

The undersigned hereby certifies that she is the Authorized Representative of the Members who are forming a Limited Liability Company under Chapter 608, Florida Statutes. The following Articles of Organization are hereby adopted.

ARTICLE I.
NAME

The name of the Limited Liability Company shall be Fountain of Youth Med Spa and Salon, LLC.

ARTICLE II.
DURATION; EFFECTIVE DATE

This Limited Liability Company shall exist perpetually, commencing as of the date of the filing of these Articles of Organization with the Florida Department of State.

ARTICLE III.
ADDRESS; PRINCIPAL OFFICE

The mailing address of the Limited Liability Company and the street address of the principal office of the Limited Liability Company is 5914 Hatteras Palm Way, Tampa, Florida 33615.

ARTICLE IV.
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the Limited Liability Company is 5914 Hatteras Palm Way, Tampa, Florida 33615 and the name of its initial registered agent at such address is Felicia Ferreira.

ARTICLE V.
PURPOSE

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

The undersigned, being the Authorized Representative of the Members of the Limited Liability Company, hereby certifies that the

foregoing constitutes the Articles of Organization of Fountain of Youth Med Spa & Salon, LLC.

Executed by the undersigned on December 10th, 2010.

AUTHORIZED REPRESENTATIVE

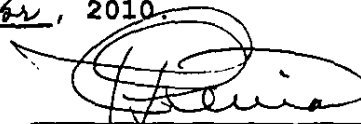


Felicia A. Ferreira

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Chapter 621, Florida Statutes, I agree to act in the capacity of Registered Agent for Fountain of Youth Med Spa & Salon, LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 10 day of December, 2010.



Felicia A. Ferreira