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FLORIDA LIMITED LIABILITY CO.
Marilyn Monroe Spas, LLC

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**ARTICLES OF ORGANIZATION
OF
MARILYN MONROE SPAS, LLC**

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Marilyn Monroe Spas, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 7688 Municipal Drive, Orlando, Florida 32819.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 800 N. Magnolia Avenue, Suite 1500, Orlando, Florida 32803. The name of the registered agent of the Company at that address is Dean Mead Services, LLC.

ARTICLE IV - MANAGEMENT

The Company is to be a manager-managed company. The name and address of the initial manager of the Company are:

Niki T. Bryan
7688 Municipal Drive
Orlando, Florida 32819

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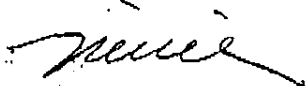
ARTICLE V - EFFECTIVE DATE

The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.

The undersigned member has made and subscribed these Articles of Organization this

16 day of May, 2012.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.



Niki T. Bryan

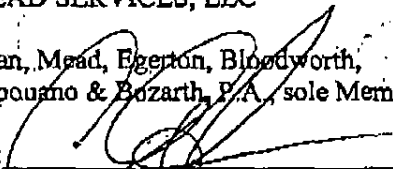
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STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, the undersigned hereby accepts such appointment and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and is familiar with, and accepts the duties and obligations of, Section 608.415 of the Florida Statutes.

DEAN MEAD SERVICES, LLC

By: Dean, Mead, Egerton, Bloodworth,
Capouano & Bozarth, P.A., sole Member

By: 
Charles H. Egerton, Vice President

Date: May 16, 2012

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