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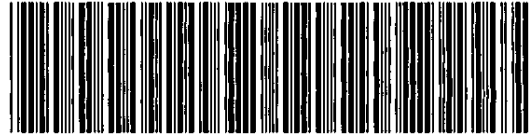
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TALLAHASSEE, FLORIDA

(850) 245-6051.

COVER LETTER

TO: **Registration Section
Division of Corporations**

SUBJECT: **LTB SALON PROPERTIES, LLC**
Name of Limited Liability Company

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Leroy Allen

Name of Person

Attorney At Law

Firm/Company

2848 Cedar Run Court

Address

Clearwater, FL 33761

City/State and Zip Code

ltbs@comcast.net

E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

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For further information concerning this matter, please call:

Leroy Allen, Esq.

Name of Person

at (**727**) **361-8003**

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee ☐ \$130.00 Filing Fee & Certificate of Status ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed) ☐ \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION
OF
LTB SALON PROPERTIES, LLC**
[Pursuant to Chapter 608 of Florida Statutes (the "Act")]

**ARTICLE I.
Name**

The name of this limited liability company is **LTB SALON PROPERTIES, LLC**

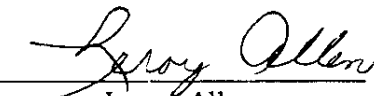
**ARTICLE II.
Address**

The mailing and street address of the principal office of the limited liability company is 165 Boundary Boulevard, Unit L, Rotonda West, FL 33947

**ARTICLE III.
Registered Agent, Registered Office, & Registered Agent's Signature**

The name and Florida street address of the Company's registered agent is Leroy Allen, 2848 Cedar Run Court, Clearwater, FL 33761

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 Article III, 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 as provided for in Chapter 608, F.S.


Leroy Allen

**ARTICLE IV.
Existence**

Unless sooner dissolved in accordance with the Company's Operating Agreement or the Act, the duration of the Company shall be perpetual.

**ARTICLE V.
Purpose**

This limited liability company is created both for any lawful purpose set forth in the Act (except that special statutes for the regulation and control of specific types of businesses shall control when in conflict herewith) and for the purpose of transacting the business of a retail service business and such other related business as may be agreed on by its members.

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TALLAHASSEE, FLORIDA

ARTICLE VI.
Management of Company

The management of the limited liability company shall be vested in a Manager who shall be elected annually by the members in a manner prescribed by and provided for in the Operating Agreement of the limited liability company. The Manager shall also hold the offices and shall have the responsibilities accorded to it by the members and as set out in the Operating Agreement of the limited liability company. The name and address of the initial Manager who is to serve as sole manager until the first annual meeting of the members or until his successor is elected and qualified is THEODORE J. BENKE, 954 New Britain Road, Doylestown, PA 18901

ARTICLE VII.
Effective Date of Company

The Effective Date of the existence of the Company shall commence on the date of execution and acknowledgment of these Articles of Organization, provided that these Articles of Organization are filed with the State of Florida Department of State within five (5) business days of such date. Otherwise, corporate existence shall commence on the date of filing of these Articles of Organization.

ARTICLE VIII.
Amendment of Regulations

The power to adopt, alter, amend or repeal the regulations of this limited liability company shall be vested in the manager of the company. Regulations adopted by the manager may be repealed or altered and new regulations may be adopted by a majority vote of the members. The members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager. The regulations may contain any provisions for the regulation and management of the affairs of this limited liability company not inconsistent with the law or the Articles of Organization.

ARTICLE IX.
Indemnification

1. The limited liability company shall indemnify any individual or entity made a party to a proceeding because he, she or it was a member of the limited liability company against liability incurred in the proceedings if he, she or it conducted himself, herself or itself in good faith; he, she or it reasonably believed that his, her or its conduct was in or least opposed to the limited liability company's best interest; and in the event of any criminal proceeding, he, she or it had no reasonable cause to belief that his, her or its conduct was unlawful.

2. The limited liability company shall pay for or reimburse the reasonable expenses incurred by any of its members who is a party to a proceeding in advance of the final disposition of the proceeding if the individual or entity furnishes the limited liability company a written affirmation of his, her or its good faith belief that it has met the standard of good conduct described herein; the individual or entity furnishes the limited

liability company written undertaking executed personally or on his, her or its behalf to repay the advance if it is ultimately determined that he, she or it did not meet the standard of conduct; and a determination is made that the facts then known to those making the determination would not preclude indemnification under the law. The undertaking required by this paragraph shall be an unlimited general obligation but need not be secured and may be accepted without reference to financial ability to make repayment. The indemnification in advance of expenses authorized herein shall not be exclusive to any other rights to which any member may be entitled under any bylaw, agreement, vote of members or otherwise. The Articles of Organization shall not be interpreted to limit in any manner the indemnification or right to advancement for expenses to an individual or entity who would otherwise be entitled thereto. These Articles of Organization shall be interpreted as mandating indemnification and advancement of expenses to the extent permitted by law. In addition to the foregoing, the limited liability company shall indemnify and save the organizers harmless in all acts taken by them as organizers of the limited liability company and shall pay all costs and expenses incurred by or imposed upon them as a result of the same including compensation based upon the usual charges for expenditures required of them in pursuit of the defense against any liability arising on account of acting as organizers or on account of enforcing the indemnification rights hereunder and the limited liability company releases them from all liability for any such act as organizers not involving willful or grossly negligent misconduct.

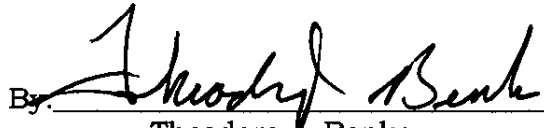
Notwithstanding anything contained in this Article IX to the contrary, indemnification or advancement of expenses shall not be made to or on behalf of any member, manager, managing member, officer, employee, or agent if a judgment or other final adjudication establishes that the actions, or omissions to act, of such member, manager, managing member, officer, employee, or agent were material to the cause of action so adjudicated and constitute any of the following:

- (a) A violation of criminal law, unless the member, manager, managing member, officer, employee, or agent had no reasonable cause to believe such conduct was unlawful.
- (b) A transaction from which the member, manager, managing member, officer, employee, or agent derived an improper personal benefit.
- (c) In the case of a manager or managing member, a circumstance under which the liability provisions of § 608.426, F.S. are applicable.
- (d) Willful misconduct or a conscious disregard for the best interests of the limited liability company in a proceeding by or in the right of the limited liability company to procure a judgment in its favor or in a proceeding by or in the right of a member.

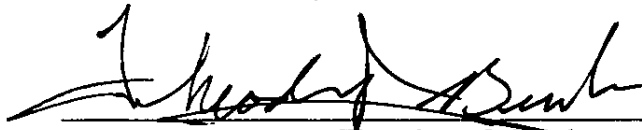
The Company may purchase and maintain insurance for its benefit, the benefit of any person who is entitled to indemnification under this Article IX, or both, against any liability asserted against or incurred by such person in any capacity or arising out of such person's service with the Company, whether or not the Company would have the power to indemnify such person against such liability.

The balance of this page was intentionally left blank and the signature page follows.

IN WITNESS WHEREOF, for the purpose of forming a limited liability company under the laws of the State of Florida, the undersigned executed these Articles of Organization on this 16TH day of July, 2013

By 
Theodore J. Benke
Organizer

(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. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155, F.S.)


Theodore J. Benke

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TALLAHASSEE, FLORIDA

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