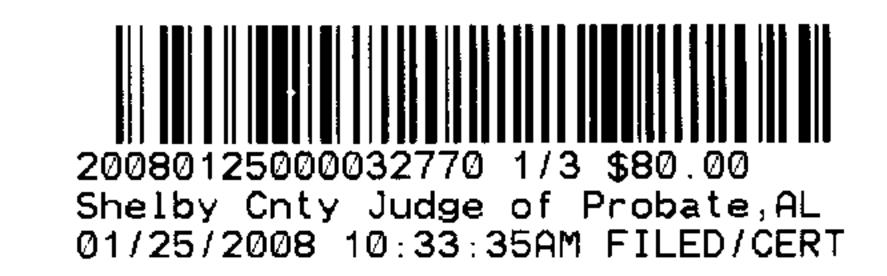
This instrument prepared by:
A. Dozier Williams
Attorney at Law
15 Office Park Circle, Suite 100
Birmingham, Alabama 35223



ARTICLES OF ORGANIZATION

OF

OLD SKOOL FAMILY BIZNIZZ, L.L.C.

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Articles of Organization with the probate office of the county in which the initial registered office of the limited liability company will be located and hereby affirm the facts stated herein are true and correct:

ARTICLE I

NAME

The name of the limited liability company is **OLD SKOOL FAMILY BIZNIZZ, L.L.C.** (the "Company").

ARTICLE II

DURATION

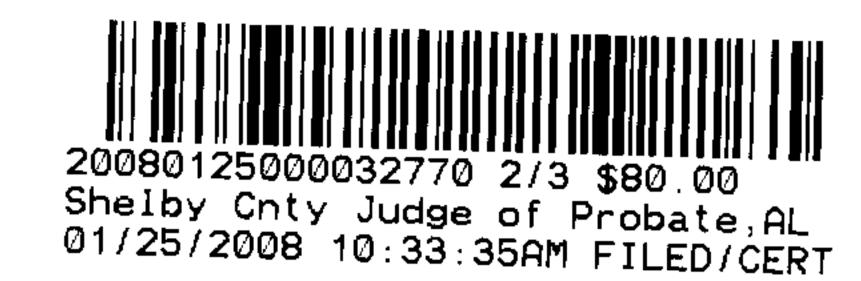
The term of the Company shall be perpetual from the date of the filing of these Articles of Organization with the probate office of the county in which the initial registered office of the Company is located, unless the Company is earlier dissolved in accordance with the operating agreement of the Company or the Alabama Limited Liability Company Act.

ARTICLE III

PURPOSES

The purpose or purposes for which the Company is organized is the transaction of any or all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Act.

Specifically included among the purposes for which this company is organized, without in any way limiting or restricting said purposes as set out above, are the following:



- (a) To engage in the business and profession of applying Body Art and tattoos and the piercing of the human body and to own and operate one or more tattoo studios and businesses.
- (b) To purchase, own, construct, improve, develop, lease, exchange, sell, dispose of, invest in and otherwise deal in and turn to account, real estate; to purchase, lease, build, construct, erect, renovate, occupy, and manage buildings of every kind and character whatsoever; to finance the purchase, improvement, development, and construction of land and buildings belonging to or to be acquired by this company, or any other person, firm, or corporation.
- (c) To manufacture, produce, purchase or otherwise acquire, hold, own, sell, mortgage, pledge, transfer or otherwise dispose of, to invest, trade, deal in and deal with, goods, wares and merchandise and real and personal property of every class and description.
- (d) To provide services and consultation to and for and to enter into, make and perform contracts with any person, firm, company, association or corporation.
- (e) To acquire, build, operate, conduct, manage, maintain and carry on the business organizations, structures and facilities required or desired in order to perform the aforesaid purposes and generally to do everything necessary or desirable for carrying out said purposes.

ARTICLE IV

REGISTERED AGENT/OFFICE

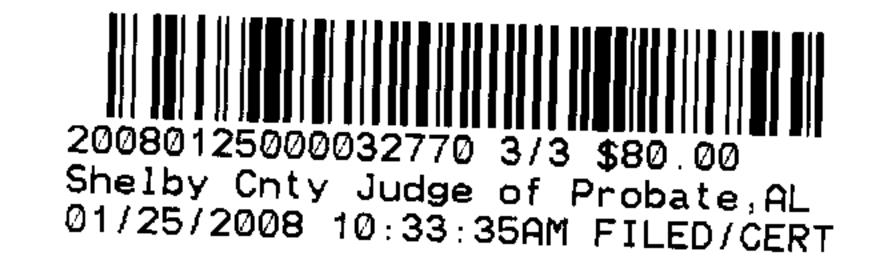
The location and street address of the initial registered office of the Company is 3180-A Pelham Parkway, Pelham, Alabama 35124 and the name of its initial registered agent at such address is Jason Jeffrey Browning.

ARTICLE V

INITIAL MEMBERS

The names and addresses of the initial members of the Company are as follows:

Name	Address
Jason Jeffrey Browning	3180-A Pelham Parkway Pelham, Alabama 35124
Darin Keith Cooper	3180-A Pelham Parkway Pelham, Alabama 35124



ARTICLE VI

ADDITIONAL MEMBERS

The initial members of the Company shall have the right to admit additional members to the Company, but only upon the unanimous written consent of the then existing members of the Company.

ARTICLE VII

MANAGEMENT BY MEMBERS

The Company shall be managed by its members.

The undersigned, constituting all the members of the Company named herein, do hereby execute these Articles of Organization this 24th day of January, 2008.

MEMBERS:

JASON JEFFREY BROWNING

DARÍN KEITH COOPÉR