

STATE OF ALABAMA           )  
COUNTY OF SHELBY        )

## ARTICLES OF ORGANIZATION OF GREYSTONE TAN, LLC

Pursuant to the Alabama Limited Liability Company Act, the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

### ARTICLE I *Name*

The name of the limited liability company is **GREYSTONE TAN, LLC** ("Company").

### ARTICLE II *Duration*

The Company shall have a duration from the date of organization until December 31, 2050, unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Limited Liability Company Act (the "Act").

### ARTICLE III *Purposes*

The purposes for which the Company is formed are:

- (a) To engage in the operation of a tanning and nail salon;
- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, and other services of every nature, kind and character, which it may legally render;
- (c) To engage in any other lawful business of any kind or character whatsoever;
- (d) To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;
- (e) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (f) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporation, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
- (g) To lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested; and
- (h) To engage in any other lawful act or activity for which limited liabilities companies may be organized pursuant to the Act.

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ARTICLE IV  
*Registered Office; Registered Agent*

The location and street address of the initial registered office of the Company shall be 7833 Old Highway 280, Chelsea, AL 35043, and its registered agent at such address shall be Jennifer Bright.

ARTICLE V  
*Initial Member*

The name and address of the initial member is:

Jennifer Bright

7833 Old Highway 280  
Chelsea, AL 35043

ARTICLE VI  
*Management of Company*

The Company shall be member-managed. The initial Managing Member shall be Jennifer Bright.

ARTICLE VII  
*Admission of Additional Members*

The Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

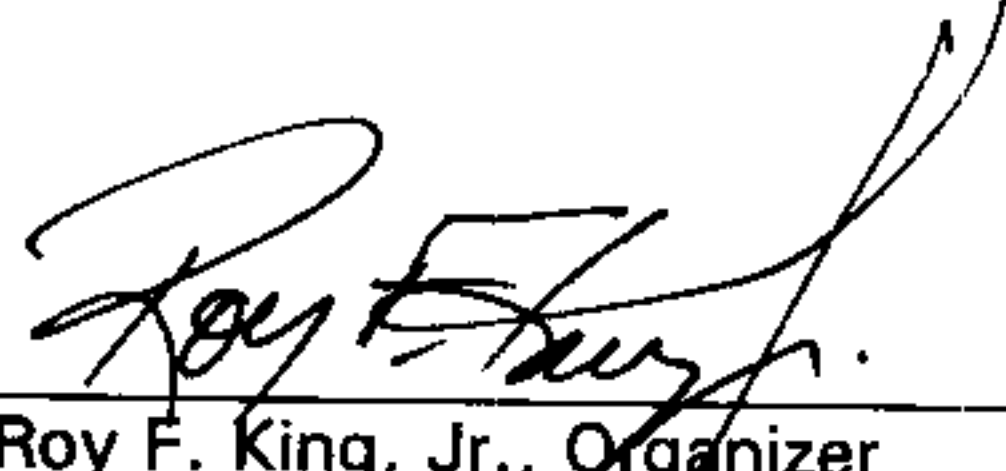
ARTICLE VIII  
*Cessation of Membership*

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE IX  
*Organizer*

The name and address of the Organizer is Roy F. King, Jr., 100 Centerview Drive, Suite 180, Birmingham, Alabama 35216.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 28 day of June, 2001 by the undersigned member/organizer, who affirms that the statements made herein are true under the penalties of perjury.

  
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Roy F. King, Jr., Organizer  
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