

**ARTICLES OF ORGANIZATION
OF
CHELSEA WEIGHT LOSS, L.L.C.**

Pursuant to the Provisions of Act No. 97-920 of the 1997 Alabama Legislature, as amended, the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I: NAME

The name of this Limited Liability Company shall be CHELSEA WEIGHT LOSS, L.L.C.

ARTICLE II: DURATION

The period of duration is perpetual.

ARTICLE III: PURPOSES

The Limited Liability Company has been organized for the following purpose:

- (1) To engage in any lawful act or activity.
- (2) To enter into, make and perform contracts and agreements of every kind for any lawful purpose, with any person, firm, company, municipality, or political body, whether related to the business purpose stated in ¶ 1 above or not, and generally to carry on any and every lawful business which a Limited Liability Company is permitted to do by the Constitution and laws of the State of Alabama; and such other business shall not be limited to the State of Alabama; and
- (3) In furtherance and not limited by of the aforesaid objects, to carry on any lawful business, to sell all types of goods and perform all types of services, and to do anything convenient in connection with the carrying on of such business; and to do business without any restrictions in any legal business in the State of Alabama, or any other state of the United States, and to own, buy and sell personal property and to borrow money and issue its bonds, notes or mortgages therefore.

ARTICLE IV: REGISTERED AGENT/OFFICE


The location and street address of the initial registered office shall be 16712 Highway 280, Chelsea, Alabama, 35043, and its registered agent at such address shall be W. Jeff Honea, as a member of Capital Investments, LLC.

ARTICLE V: OTHER OFFICES

Other offices for the transacting of business shall be located at such places as the business

David M. Honea

of the L.L.C. may require.


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Shelby Cnty Judge of Probate, AL
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ARTICLE VI: INITIAL MEMBERS

The names and addresses of the initial Members are:

Capital Investments, LLC
16712 Highway 280
Chelsea, Alabama 35043

Slimming Solutions, LLC
127 Glenn Road
Wilsonville, Alabama 35186

ARTICLE VII: ADDITIONAL MEMBERS

The initial members shall have the right to admit additional members upon unanimous consent and agreement of the original members.

ARTICLE VIII: MEMBERS' MEETINGS

All meetings of the members of the L.L.C. shall be held at the principal office of the L.L.C. or at such other place as may be legally designated by the Members.

The annual meeting of the members of the L.L.C. shall be held at 16712 Highway 280, Chelsea, Alabama 35043 on the 31st of December of each year unless such day be a legal holiday, in which case the meeting shall be held at the same time on the next succeeding day not a legal holiday.

A special meeting of the members of the L.L.C. may be called at any time by the Members. It shall be the duty of the Members to call a special meeting of the Members whenever so requested by Members holding 25% or more in interest of the capital of the L.L.C.

Notice of the time, place and purpose of all meetings of the Members, regular and special, shall be mailed at least ten days prior to the date of the meeting by the Secretary to each Member of record at his, her or its address. Notwithstanding the failure to give notice as hereinbefore provided, any meeting shall be a legal meeting for the transaction of all business if each Member is either present, in person or by proxy, or has in writing waived such notice.

Except as may otherwise be provided by law, a majority of the capital entitled to vote and outstanding, represented in person or by proxy by Member of record, shall constitute a quorum at any meeting of Members, but the Members present at any such meeting, in person or by proxy, though less than a quorum, may adjourn the meeting to a future time and the adjourned meeting may

be held at such time without further notice.

Each Member shall be entitled to one vote for each dollar of capital held by him, her or it, which vote shall be cast either in person or by written proxy filed with the Secretary of the meeting prior to being voted. Such proxy shall entitle the holder thereof to vote at any adjournment of such meeting, but shall not be valid after the final adjournment thereof unless provided to the contrary herein.

All L.L.C. powers shall be exercised by or under authority of the management of the business and the property of the L.L.C. shall be under the direction of the Members.

ARTICLE X: FINANCE

The funds of the L.L.C. shall be deposited in such banks and trust companies as the Members shall designate. All orders for the payment of money, notes and other evidences of indebtedness issued in the name of the Members shall designate the members, agent or agents of the L.L.C. signing as authorized by the Members.

IN WITNESS THEREOF, the undersigned Members have executed these Articles of Organization, on this, the 8 day of Sept., 2006.

CAPITAL INVESTMENTS, LLC

By: 
W. Jeff Honea, A Member and Its President

STATE OF ALABAMA)
)
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that w. Jeff Honea, as a Member and the President of Capital Investments, LLC, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand this 8th day of Sept., 2006.

Rebbie H. Armstrong
Notary Public

SEAL

My commission expires: 2-4-10

SLIMMING SOLUTIONS, LLC

By: Ronda Salveggio
Ronda Salveggio, A Member and Its President

STATE OF ALABAMA)
)
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Ronda Salveggio, as a Member and the President of Slimming Solutions, LLC, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand this 8th day of Sept, 2006.

Nancy L. Culpepper
Notary Public

SEAL

My commission expires: 4-9-2010