

ARTICLES OF ORGANIZATION

OF

C.C. CANYON COSMETICS, L.L.C.

20090112000010300 1/4 \$80.00
Shelby Cnty Judge of Probate, AL
01/12/2009 02:27:24PM FILED/CERT

The undersigned, Susan G. Alonzo, acting as the organizer of C.C. Canyon Cosmetics, L.L.C., under the provisions of the Alabama Limited Liability Company Act, *Code of Alabama* 1975 Section 10-12-1 *et seq.* (hereinafter sometimes the Act) adopt the following Articles of Organization for C.C. Canyon Cosmetics, L.L.C.:

ARTICLE I

NAME

1.0 **Identity of L.L.C.** The name of the limited liability company organized herewith by him is **C.C. Canyon Cosmetics, L.L.C.** (hereinafter sometimes the Company).

ARTICLE II

DURATION

2.0 **Duration of Company's Existence.** The Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, which is the county in which the initial registered office of the Company is located, and its existence shall continue as provided in Section 10-12-4 of the Act unless the Company is dissolved pursuant to the unanimous written consent of all of its Members, or as provided in the Operating Agreement, or as may be required by the Act or the laws of the State of Alabama.

2.1 **No Liability.** The members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Act.

ARTICLE III

PURPOSES

3.0 **Purposes.** The purposes for which the Company is organized are:

3.1 **To Engage in Any Lawful Activity.** The purpose of the Company shall be to engage in any lawful business or activity permitted by the Act.

3.2 To Exercise all Powers. To exercise all other powers necessary to or reasonably connected with the Company's business that may be legally exercised by limited liability companies under the Alabama Act.

3.3 To Engage in All Necessary Activities. To engage in all activities necessary, customary, convenient, or incident to any of the foregoing.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

4.0 Initial Registered Office and Agent. The address of the initial registered office of the Company is 176 Sheffield Lane, Birmingham, AL 35242. The name of its initial registered agent at such address is Susan G. Alonzo.

ARTICLE V

MEMBER

5.0 Identity of Initial Member. The names and mailing addresses of the initial members of the Company are as follows:

Susan G. Alonzo
176 Sheffield Lane
Birmingham, Alabama 35242

5.1 Transferability of a Member's Interest. The transferability of the interest of a Member in the Company may be restricted by the provisions of an Operating Agreement adopted by the Members.

ARTICLE VI

ADDITIONAL MEMBERS

6.0 Admission to Membership. From the date of the filing of these Articles in the Office of the Judge of Probate of Shelby County, Alabama, any person or entity acceptable to the Members by their unanimous vote may become a member in this Company either by the issuance by the Company of membership interests for such consideration as the Members by their unanimous votes shall determine, or as a transferee of a Member's membership interest or any

portion thereof, subject to the terms and conditions of any Operating Agreement adopted by the Members.

6.1 Financial Adjustments. No new members shall be entitled to any retroactive allocation of losses, income or expense deductions incurred by the Company. The Member-Manager of the Company may, at his option, at the time a member is admitted, close the Company's books (as though the Company's tax year had ended) or make *pro rata* allocations of loss, income, and expense deductions to a new member for that portion of the Company's tax year in which a member was admitted in accordance with the provisions of Section 706(d) of the Internal Revenue Code of 1986 and the U. S. Department of Treasury Regulations promulgated thereunder.

ARTICLE VII

RIGHTS TO CONTINUE BUSINESS OF COMPANY

7.0 Continuation After Dissociation. The dissociation of a Member of the Company or the occurrence of any other event which terminates the continued membership of a Member of the Company shall not comprise a discontinuance of the business of the Company nor shall it cause the Company to be dissolved.

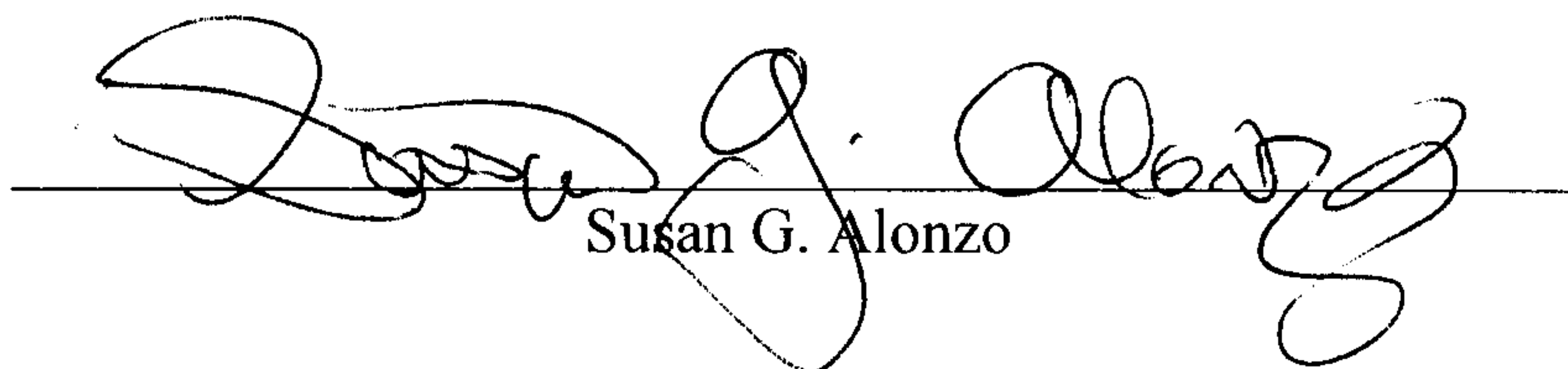
ARTICLE VIII

MANAGEMENT OF COMPANY

8.0 Company To Be Member Managed. The business and affairs of the Company shall be managed by its Member-Manager. The Member-Manager shall serve until death, resignation or removal by a vote of a majority in interest of the Members, and his or her successor is named by a vote of a majority in interest of the Members. To serve as Member-Manager one need not be a resident of the State of Alabama or a Member of the Company.

8.1 Identity of Initial Manager. The name and mailing address of the initial person serving as the Member-Manager of the Company is Susan G. Alonzo of 176 Sheffield Lane, Birmingham, Alabama 35242.

IN WITNESS WHEREOF, these Articles of Organization have been duly adopted as of this the 6th day of January, 2009.

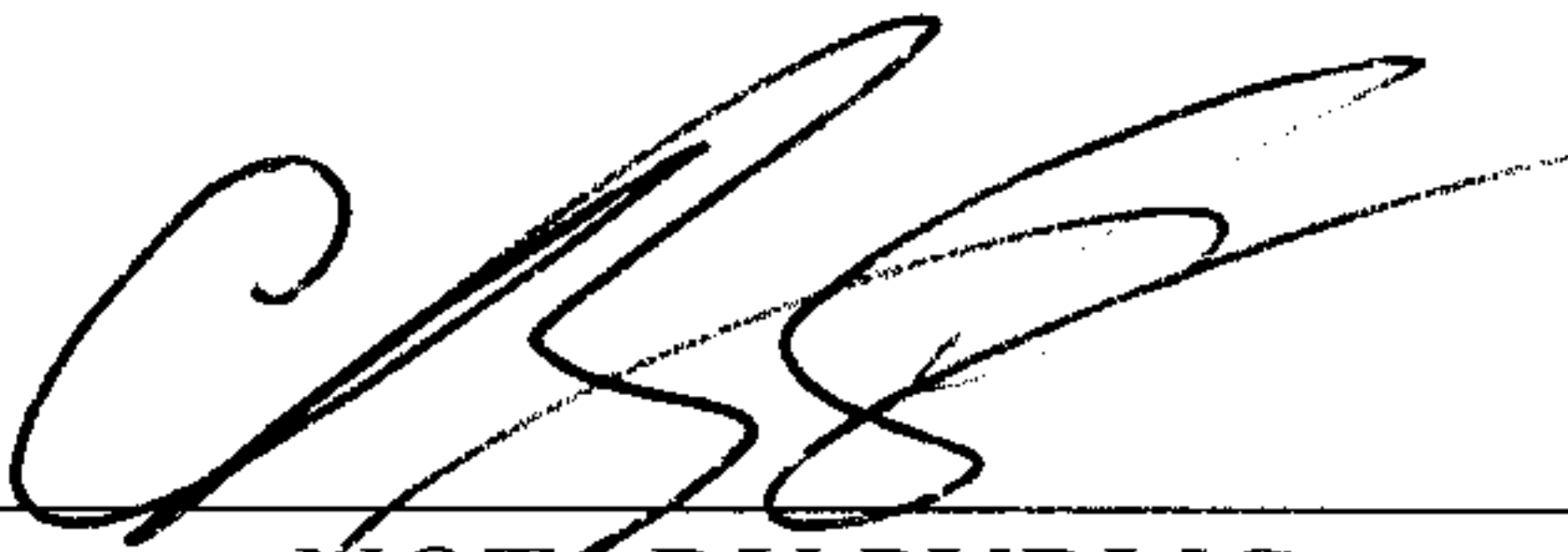

Susan G. Alonzo

STATE OF ALABAMA
COUNTY OF JEFFERSON

20090112000010300 4/4 \$80.00
Shelby Cnty Judge of Probate, AL
01/12/2009 02:27:24PM FILED/CERT

I, the undersigned Notary Public, in and for said State and County, do hereby certify that Susan G. Alonzo, whose name is signed to the above and foregoing instrument, and who is known to me, acknowledged before me on this day, that, being informed of the contents of said instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal of office on this the 6th day of January, 2009.



NOTARY PUBLIC



THIS INSTRUMENT WAS PREPARED BY:

Sparks Law Firm, LLC
3535 Grandview Parkway, Suite 350
Birmingham, AL 35243
Telephone: 205-397-6515
Facsimile: 205-397-6501