


**ARTICLES OF ORGANIZATION
OF
CAPELLI SALON, L.L.C.**


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Shelby Cnty Judge of Probate, AL
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The undersigned, for the purpose of forming a limited liability company (the "Company") pursuant to the provisions of the Alabama Limited Liability Company Act (the "Act") (Alabama Code §10-12-1, et seq.) hereby certify as follows:

1. NAME OF COMPANY. The name of the Company is:

"CAPELLI SALON, L.L.C."

2. PERIOD OF DURATION. The period of duration of the Company shall be perpetual.

COMPANY PURPOSES. The Company has been organized in general to have and exercise any and all powers that corporations have and may exercise under the laws of the State of Alabama, and as the same may be amended, except such powers as are inconsistent with the express provisions of these Articles of Organization.

The Company has been organized and established to engage, conduct and carry out the business of a beauty and/or hair salon which shall include, but is not limited to the following: hair care, the cutting and/or styling of hair, facials, manicures, pedicures and the like.

The Company has been organized and established to engage, conduct and carry on the business of buying, selling, and dealing in any and all kinds of beauty supply products; to buy, sell, import, export, store, warehouse, distribute and market beauty supply products of all kinds; to prepare and deal in or with any materials, articles, or things incidental to, or required for, or useful in connection with, any of such activities; to generally carry on any other business which can be advantageously pursued in conjunction with or incidental to any of the above purposes.

The Company has been organized for the purpose of purchasing, leasing, or otherwise acquiring by bequest, devise, gift, or other means, and to hold, own, manage, or develop, and to mortgage, hypothecate, deed in trust, sell, convey, exchange, option, subdivide, or otherwise dispose of real and personal property of every class and description and any estate, or interest therein, as may be necessary or convenient for the proper conduct of the affairs of the corporation, without limitation as to amount or value, in any of the states, districts, or territories of the United States, and in any and all foreign countries, subject to the laws of any such states, districts, territories, or countries.

The Company has been organized to conduct and carry on its business or any branch thereof in any state or territory of the United States or in any foreign country in conformity with the laws of such state, territory, or foreign country, and to have and maintain in any state, territory, or foreign country a business office, plant, store or other facility.

The Company has been organized to engage in the to buy, sell, and hold real and personal

property in any state or territory necessary for the proper conduct of its business and to do such other things and have such other and further powers as are necessary and incidental to carrying out the general business of the Company.

The Company may also transact any other lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company. Furthermore, nothing contained herein shall be construed as authorizing the Company to act as a securities broker, a securities dealer or as an investment advisor.

3. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. The location and mailing address of the initial registered office of the Company is: 4647 S and T, US Hwy 280, Birmingham, Alabama 35242. The name of the Company's initial registered agent at such address is BETSY STRAZEWSKI.

4. INITIAL MEMBER. The name and mailing address of the sole initial Member of the aforementioned Company is:

<u>NAME</u>	<u>ADDRESS</u>
BETSY STRAZEWSKI	515 El Camino Real Chelsea, Alabama 35043

5. ADDITIONAL MEMBERS. Any new members shall be admitted to the Company only upon the written consent of the Member listed above.

6. CONTINUATION OF BUSINESS AFTER CESSATION OF MEMBERSHIP. The cessation of membership of one or more members will not result in dissolution of the Company unless there are no remaining members of the Company.

7. MANAGEMENT OF THE COMPANY. The Company is to be managed by the manager. The name and mailing address of the manager is: BETSY STRAZEWSKI, 515 El Camino Real, Chelsea, Alabama 35043.

IN WITNESS WHEREOF, the undersigned, acting as the sole initial Member of the Company, executed these Articles of Organization on this 20th day of April, 2010.


CAPELLI SALON, L.L.C.
BETSY STRAZEWSKI, Member