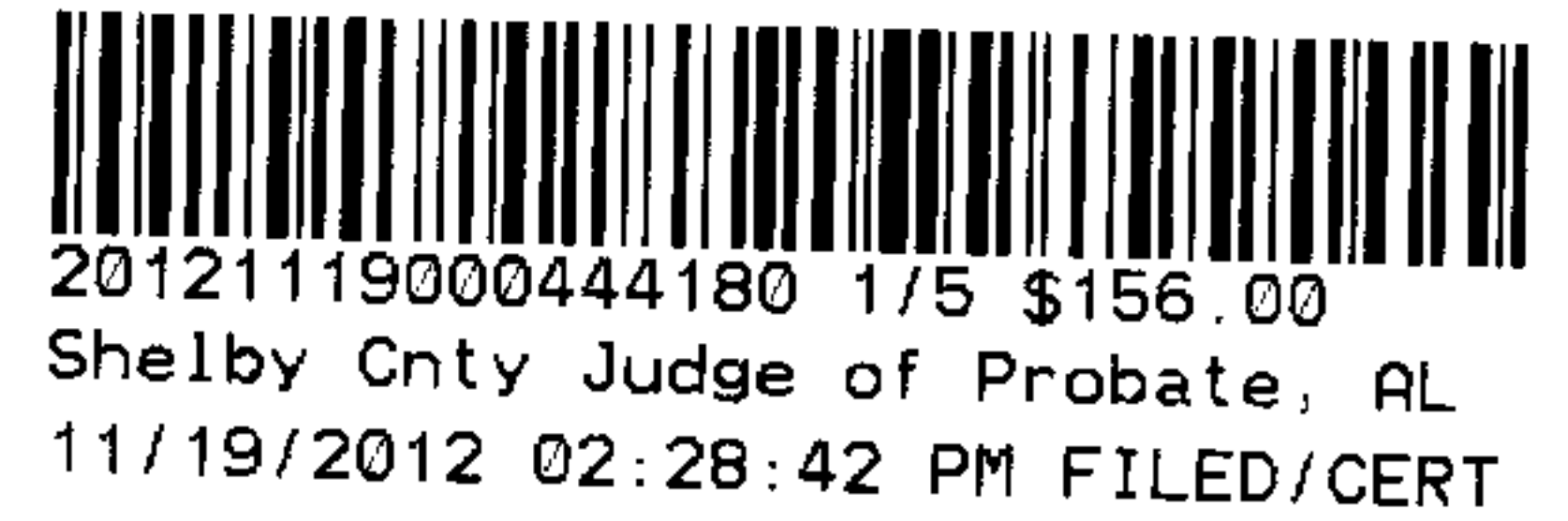


This Instrument Prepared By:
Terry McElheny
Dominick Feld Hyde, P.C.
1130 22nd Street South
Ridge Park, Suite 4000
Birmingham, Alabama 35205

STATE OF ALABAMA)
:
SHELBY COUNTY)



**CERTIFICATE OF FORMATION
OF
INNERBLISS THERAPIES, LLC**

The undersigned, acting as the organizer under Chapter 5 of the Alabama Business and Nonprofit Entity Code, Ala. Code, (1975) §10A-1-1.01 *et seq.*, as the same may be amended from time to time, hereby adopts the following Certificate of Formation for **Innerbliss Therapies, LLC** (the “limited liability company”):

**ARTICLE ONE
NAME**

The name of the limited liability company is **Innerbliss Therapies, LLC**.

**ARTICLE TWO
PERIOD OF DURATION**

The limited liability company shall continue in existence until dissolved in accordance with the provisions of the limited liability company’s operating agreement, or, if there is no provision in an operating agreement of the limited liability company governing dissolution of the limited liability company, then in accordance with the provisions of the Alabama Business and Nonprofit Entity Code.

**ARTICLE THREE
PURPOSE**

The business of the limited liability company shall be to engage in the business of: (a) operating an alternative healing center, and (b) the transaction of any other business authorized by the Alabama Limited Liability Company Law.

**ARTICLE FOUR
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The mailing address of the initial registered office of the limited liability company is 549 Reach Drive, Birmingham, Alabama 35242, and the name of the initial registered agent of the limited liability company at such address is Elizabeth Mawhinney.

**ARTICLE FIVE
ORGANIZER**

The name and address of the organizer of the limited liability company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Elizabeth Mawhinney	549 Reach Drive Birmingham, AL 35242

**ARTICLE SIX
INITIAL MEMBER**

The name and mailing address of the initial member of the limited liability company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Elizabeth Mawhinney	549 Reach Drive Birmingham, Alabama 35242

**ARTICLE SEVEN
ADDITIONAL MEMBERS**

Additional members may be admitted in accordance with the terms of the limited liability company's operating agreement, if any. If the limited liability company does not have an operating agreement that provides for the admission of additional members, additional members may be admitted with the written consent of the sole member at such times and upon such terms and conditions as may be mutually agreed upon by the sole member and the person desiring to become a member.



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**ARTICLE EIGHT
CONTINUATION OF THE BUSINESS**

In the event there are no remaining members, and except as otherwise provided in the limited liability company's operating agreement, if any, the limited liability company shall be dissolved and its affairs shall be wound up unless:

- (a) the holders of all of the financial rights in the limited liability company agree in writing within ninety (90) days after the cessation of membership of the last member, to continue the legal existence and business of the limited liability company and to appoint one or more new members; or
- (b) The legal existence and business of the limited liability company is continued and one or more new members are appointed in the manner stated in an operating agreement of the limited liability company.

For the purpose of this Article, all of the financial rights owners means interests of one or more remaining financial rights owners which, when taken together, own one hundred percent (100%) of the capital interests and one hundred percent (100%) of the profits interests of the remaining financial rights owners.

**ARTICLE NINE
MANAGEMENT**

The management of the limited liability company is vested in its members. The name and address of the initial member are as follows:

NAME:

Elizabeth Mawhinney

ADDRESS:

549 Reach Drive
Birmingham, Alabama 35242

The initial member shall serve until her successor is elected and shall qualify. Subject to any provisions in the operating agreement of the limited liability company (if any), or the provisions of the Alabama Business and Nonprofit Entity Code restricting or enlarging the management rights and duties of any person or group or class of persons, the members shall have the right and authority to manage the business and affairs of the limited liability company and to make all decisions with respect thereto.



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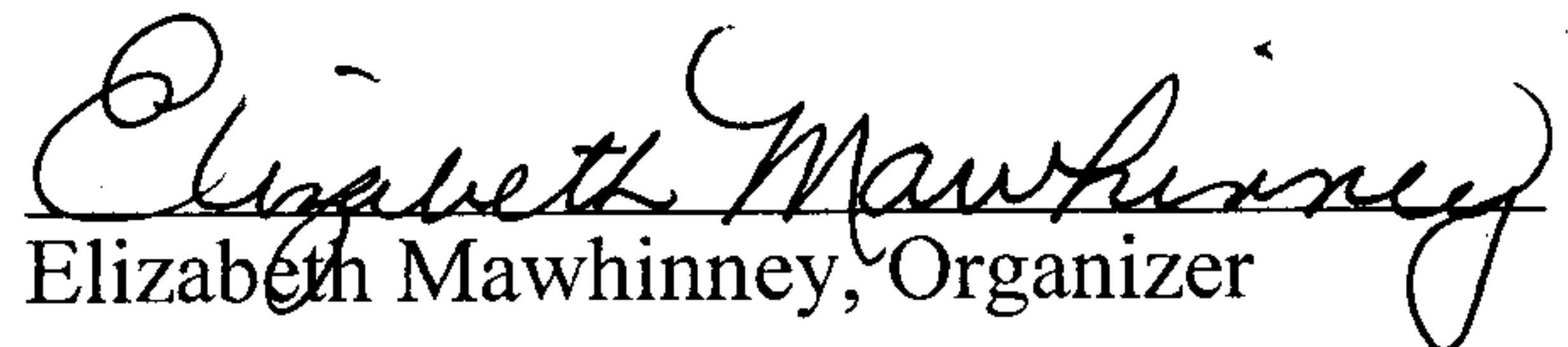
**ARTICLE TEN
AMENDMENT OF CERTIFICATE OF FORMATION**

This Certificate of Formation may be amended only by the recorded vote and written consent of the members of the limited liability company owning at least a majority of the percentage interests of all members. For purposes of this Article Ten, percentage interests of financial rights owners of the limited liability company shall not be taken into account in determining the percentage interests of the members.

**ARTICLE ELEVEN
INCORPORATION OF PROVISIONS OF OPERATING AGREEMENT**

The provisions of the limited liability company's operating agreement, if any, are incorporated herein by reference as though fully set forth herein.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation as the organizer, as of the 19th day of NOVEMBER, 2012, and affirms that the facts herein are true under penalties for perjury prescribed by Code of Alabama, Section 13A-10-103 (1975) or its successor.


Elizabeth Mawhinney, Organizer



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Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

Innerbliss Therapies, LLC

This domestic limited liability company is proposed to be formed in Alabama and is for the exclusive use of Terry McElheny, P. O. Box 1387, Birmingham, AL 35201 for a period of one hundred twenty days beginning November 6, 2012 and expiring March 7, 2013



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In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

November 13, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



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