Commonwealth of Kentucky
Trey Grayson, Secretary of State

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Secretary of State
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Articles of Organization
Limited Liability Company

KLC

For the purposes of forming a limited liability company in Kentucky pursuant to KRS Chapter 275, the undersigned organizer hereby submits the following Articles of Organization to the Office of the Secretary of State for filing:

Article I: The name of the company is

A Perfect Tan Limited Liability Company

Article II: The street address of the company's initial registered office in Kentucky is

7500 Oak Brook Drive, Florence, KY 41042

and the name of the initial registered agent at that address is **Derek Winebrenner**

Article III: The mailing address of the company's initial principal office is

7500 Oak Brook Drive, Florence, KY 41042

Article IV: The limited liability company is to be managed by **Members**

Executed by the organizer on Friday, September 04, 2009

Signature of organizer: **Derek Noel Winebrenner**

I, **Derek Winebrenner**, consent to serve as the registered agent on behalf of the limited liability company.

Signature of registered agent or individual signing on behalf of the company serving as registered agent:

Derek Winebrenner