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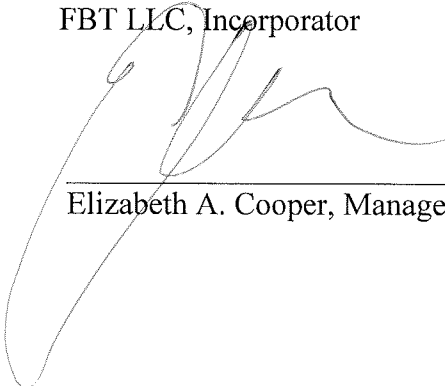
Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
12/5/2014 3:19 PM
Fee Receipt: \$40.00

ARTICLES OF ORGANIZATION
FOR
SVELTE BOUTIQUE, LLC

The undersigned forms a Kentucky limited liability company pursuant to the Kentucky Limited Liability Company Act (the "Act"), KRS Chapter 275, as follows:

1. The name of the limited liability company (the "Company") shall be "Svelte Boutique, LLC."
2. The street address of the Company's initial registered office shall 2527 Nelson Miller Parkway, Suite 106, Louisville, Kentucky 40223. The name of the Company's initial registered agent at that office shall be Sheri Swan.
3. The mailing address of the initial principal office of the Company shall be 2527 Nelson Miller Parkway, Suite 106, Louisville, Kentucky 40223.
4. The Company is to be managed by its members.
5. The existence of the Company will be perpetual, except as provided in the Company's Operating Agreement.


FBT LLC, Incorporator



Elizabeth A. Cooper, Manager of FBT LLC

**CONSENT TO SERVE AS
INITIAL REGISTERED AGENT
FOR
SVELTE BOUTIQUE, LLC**

The undersigned hereby consents to serve as the initial registered agent for Svelte Boutique, LLC (the "Company"), as contemplated by the Company's Articles of Organization.



Sheri Swan