ARTICLES OF ORGANIZATION

OF

AESTHETICS TECHNOLOGIES, LLC

KNOW ALL MEN BY THESE PRESENTS:

THAT THE UNDERSIGNED MEMBERS DO HEREBY FORM A LIMITED

LIABILITY COMPANY "LLC" PURSUANT TO CHAPTER 275 OF THE KENTUCKY REVISED

STATUTES, AND DOES HEREBY ADOPT THE FOLLOWING AS THE ARTICLES OF

ORGANIZATION OF THE LLC:

ARTICLE I

THE NAME OF THE LLC IS: AESTHETICS TECHNOLOGIES, LLC.

ARTICLE II

THE PERIOD OF DURATION OF THE LLC WILL BE PERPETUAL FROM THE

DATE OF FILING OF THESE ARTICLES OF ORGANIZATION WITH THE SECRETARY OF

STATE OF KENTUCKY, UNLESS SOONER DISSOLVED BY THE PROPRIETOR AS PROVIDED

BY STATUTE.

ARTICLE III

THE ADDRESS OF THE INITIAL REGISTERED OFFICE AND THE MAILING

ADDRESS OF THE PRINCIPAL OFFICE OF THE LLC IS 291 N. HUBBARDS LN. B26-271

LOUISVILLE, KENTUCKY 40207. THE NAME OF THE REGISTERED AGENT IS

IT'S PRESIDENT, MARION R. RANKIN, III, WHOSE ADDRESS IS 291 N. HUBBARDS LN B26-271

LOUISVILLE, KY 40207. MARION R. RANKIN, III IS ALSO THE ORGANIZER.