

STATE OF ALABAMA  
COUNTY OF SHELBY

**ARTICLES OF ORGANIZATION  
FOR  
TODDLER STATION, L.L.C.**

The undersigned, desiring to become a LIMITED LIABILITY COMPANY, do hereby file the following Articles of Organization pursuant to the laws of the State of Alabama, and do hereby make and subscribe our names to these Articles of Organization.

**ARTICLE I**

**NAME**

The name of the limited liability company shall be Toddler Station, L.L.C. (the "Company").

**ARTICLE II**

**DURATION**

The term for which the Company is to exist shall commence on the date these Articles of Organization are filed in the Office of the Judge of Probate of Shelby County, Alabama and shall continue perpetually thereafter; provided, however, that the Company may be dissolved prior to such date (a) upon the written consent of all members, (b) as provided in the Operating Agreement, (c) as may be required by the Alabama Limited Liability Company Act.

Inst # 1998-12366

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SHELBY COUNTY JUDGE OF PROBATE  
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### **ARTICLE III**

#### **PURPOSE**

The Company is formed to transact any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Act, including but not limited to acquiring, owning, operating, managing, mortgaging, encumbering, selling, exchanging, otherwise disposing of and/or dealing with investments for the production of income and profit and the operation, management, development and cultivation of property owned by the Company, and to engage in any and all activities related or incidental to the business of the Company.

### **ARTICLE IV**

#### **LOCATION OF REGISTERED OFFICE**

The initial registered office of the Company shall be at 303 Greenpark South, Pelham, Alabama 35124, and the name of the initial registered agent at such address shall be Alan Sloan.

### **ARTICLE V**

#### **MEMBERS**

The names and addresses of the initial Members of the Company are:

<b>MEMBER'S NAME</b>	<b>ADDRESS</b>
Allan Sloan	244 Garrison Road Gardendale, Alabama 35071
Cheryl Sloan	244 Garrison Road Gardendale, Alabama 35071
Brian Buchmann	816 Skelton Avenue Gardendale, Alabama 35071

Timothy D. Crowe

1809 Inverness Parkway  
Tuscaloosa, Alabama 35405

Joel F. Dorroh

2505 Swallow Lane  
Northport, Alabama 35476

William <sup>H</sup>. Ross

384 Turnberry Road  
Birmingham, Alabama 35244

Michael B. Buchmann

3105 32nd Street  
Northport, Alabama 35476

## **ARTICLE VI**

### **ADDITIONAL MEMBERS**

The Members reserve the right to admit additional Members upon the unanimous agreement of the Members as to the admission of, and the amount and nature of consideration to be paid by, such new Members, and subject to the terms and conditions of the Company's Operating Agreement.

## **ARTICLE VII**

### **OPERATING AGREEMENT**

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the Alabama Limited Liability Company Act or these Articles of Organization.

## **ARTICLE VIII**

### **CONTINUATION UPON WITHDRAWAL OF MEMBER**

The Members shall have the right to continue the Company upon the death,

retirement, expulsion, bankruptcy or dissolution of a Member or occurrence of any event which terminates the continued membership of a Member in the Company (collectively, "Withdrawal"), as long as there are at least two remaining Members, and the remaining Members agree to continue the Company by unanimous written consent within ninety (90) days after the Withdrawal of a Member, as set forth in the Operating Agreement of the Company.

## **ARTICLE IX**

### **LIABILITIES OF MEMBERS AND MANAGERS**

Members and managers of the Company are not liable under a judgment, decree or order of a court, or in any manner, for a debt, obligation or liability of the Company.

## **ARTICLE X**


### **MANAGERS**

The Company is to be managed by one or more managers. A manager may be removed and replaced by the Members, as provided in the Operating Agreement. The name and business address of the initial manager is:

Allan Sloan

303 Greenpark South  
Pelham, Alabama 35124

IN WITNESS WHEREOF, the undersigned Members have caused these Articles of Organization to be executed this 31<sup>st</sup> day of March, 1998.

  
Allan Sloan

Cheryl Sloan  
Cheryl Sloan

Brian Buchmann  
Brian Buchmann

Timothy D. Crowe  
Timothy D. Crowe

Joel F. Dorroh  
Joel F. Dorroh

William H. Ross  
William H. Ross

Michael B. Buchmann  
Michael B. Buchmann

STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that ALLAN SLOAN, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 26 day of March,  
1998.

Jabitha Argent  
NOTARY PUBLIC

My Commission Expires: 10/1/2001

STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that CHERYL SLOAN, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 26 day of March,  
1998.

Jabitha Argent  
NOTARY PUBLIC

My Commission Expires: 10/1/2001

STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that BRIAN BUCHMANN, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 31<sup>st</sup> day of March,  
1998.

Brenda J. Walker  
NOTARY PUBLIC

My Commission Expires: 8-22-99



STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that TIMOTHY D. CROWE, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 4<sup>th</sup> day of March,  
1998.

Brand J. Walker  
NOTARY PUBLIC  
My Commission Expires: 8.22.99

STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that JOEL F. DORROH, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 4<sup>th</sup> day of March,  
1998.

Brand J. Walker  
NOTARY PUBLIC  
My Commission Expires: 8.22.99

STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that WILLIAM E. ROSS, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 26 day of March,  
1998.

Jalitha Argent  
NOTARY PUBLIC  
My Commission Expires: 10/1/2001

STATE OF ALABAMA  
COUNTY OF TUSCALOOSA

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that MICHAEL B. BUCHMANN, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 31<sup>st</sup> day of March,  
1998.

Brandi J. Walker  
NOTARY PUBLIC  
My Commission Expires: 8-22-99

THIS INSTRUMENT PREPARED BY:

Joel F. Dorroh  
JOEL F. DORROH, P.C.  
2121 14<sup>th</sup> Street  
Tuscaloosa, Alabama 35401  
(205) 345-2800

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