

**ARTICLES OF ORGANIZATION  
OF  
PET PALACE, LLC**

We the undersigned natural persons of age, nineteen years or more, acting as organizers of a limited liability company under the Limited Liability Company Act of the State of Alabama, hereby adopt the following Articles of Organization for the limited liability company.

**ARTICLE ONE**

The name of the Limited Liability Company is: PET PALACE, Limited Liability Company.

**ARTICLE TWO**

The address of the principal place of business of the limited liability company is: 7895 Highway 119, Unite 8, Montevallo, Alabama 35119.

**ARTICLE THREE**

The period of duration of the limited liability company shall be 20 years from its effective date.

**ARTICLE FOUR**

The name and business address of the limited liability company's registered agent for service of process is: Randy Goodwin, 7895 Highway 119, Unite 8, Montevallo, Alabama 35119.

**ARTICLE FIVE**

The names and business address of each initial members of the limited liability company are:

Donnie G. Norris  
3235 Highway 119  
Montevallo, AL 35115

Randy Goodwin  
349 Waterford Cove Trail  
Calera, AL 35040

Jay A. McNish  
224 Jaybird Lane  
Alabaster, Al 35007

## **ARTICLE SIX**

The limited liability company is organized for the purpose of pet grooming, training, sales, management and all activities involved in marketing, etc, including activities of any lawful business for which a limited liability company may be organized.

## **ARTICLE SEVEN**

The limited liability company shall end upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member.

## **ARTICLE EIGHT**

The effective date of the formation of the limited liability company shall be August 1, 2005.

## **ARTICLE NINE**

The name and address of each organizer of the limited liability company is shown below.

## **ARTICLE TEN**

The limited liability company shall have three managers who shall serve until the first annual meeting or until their successors are elected and qualified. The initial three managers shall be:

Donnie G. Norris  
3235 Highway 119  
Montevallo, AL 35115

Randy Goodwin  
349 Waterford Cove Trail  
Calera, AL 35040

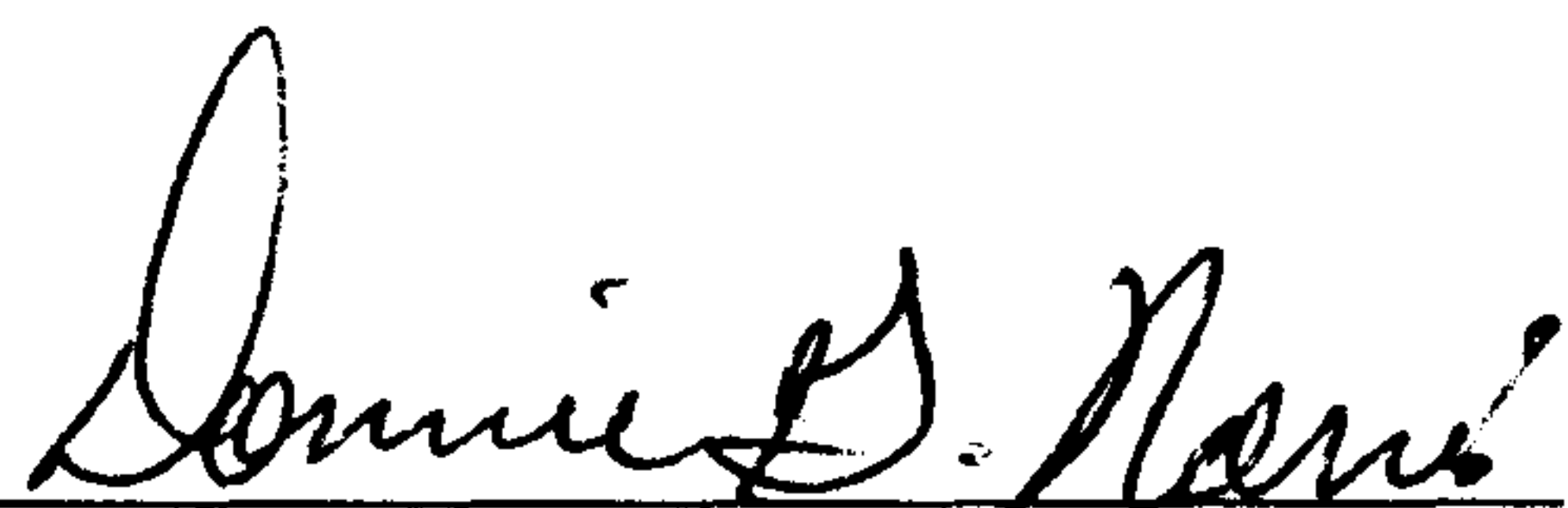
Jay A. McNish  
224 Jaybird Lane  
Alabaster, AL 35007

## **ARTICLE ELEVEN**

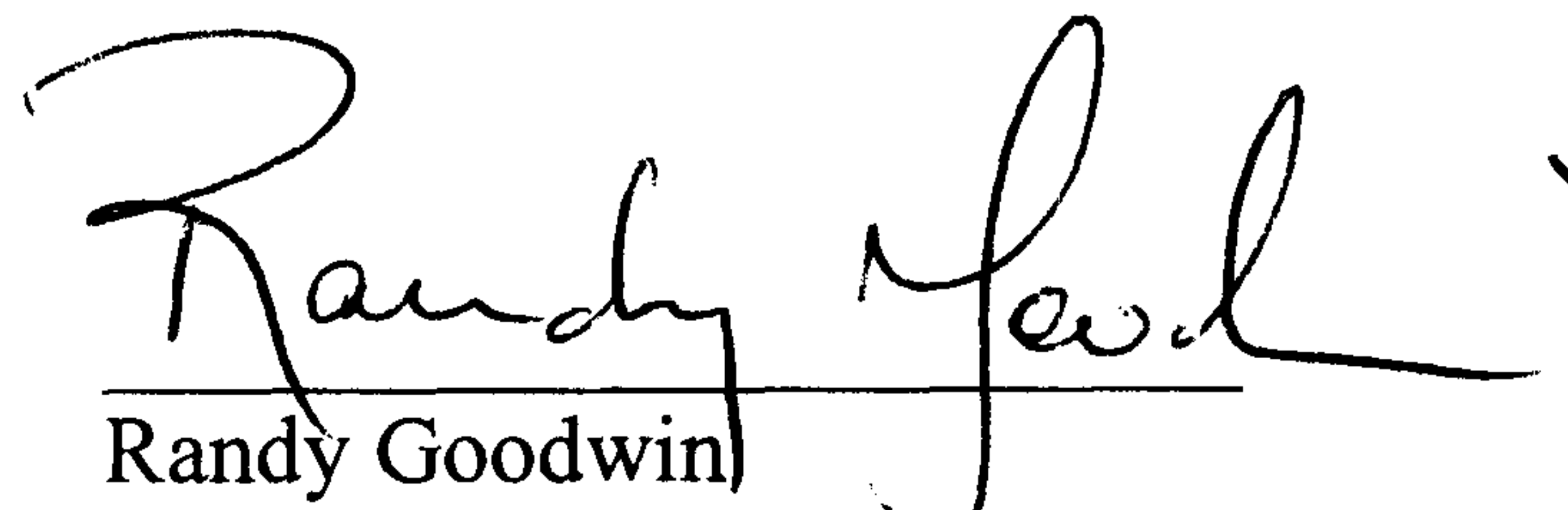
The members of the limited liability company shall have the right to admit additional members, but only upon unanimous vote of all of the currently existing members. New Members may be admitted upon any terms and conditions as the current members may agree

upon by unanimous vote.

The organizers, by their signatures below, affirm under penalty of perjury the truth of the matters set forth above.



Donnie G. Norris  
3235 Highway 119  
Montevallo, AL 35115



Randy Goodwin  
349 Waterford Cove Trail  
Calera, AL 35040



Jay McNish  
224 Jaybird Lane  
Alabaster, AL 35007