

**Articles of Organization of  
Belly Buttons, LLC**  
(Manager-Managed)

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Shelby Cnty Judge of Probate, AL  
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Pursuant to the provisions of Sections 10-12-1, et seq. of the Code of Alabama (1975), the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

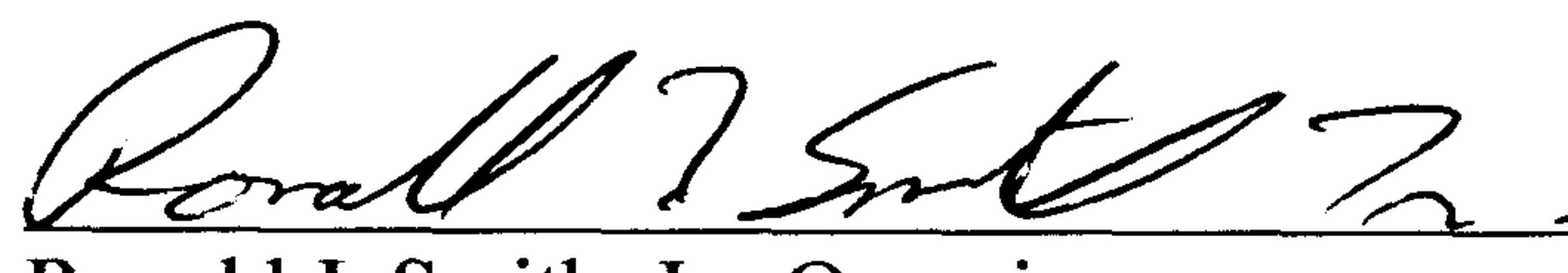
1. **Name.** The name of the limited liability company is **Belly Buttons, LLC** (the "*Company*").
2. **Duration.** The duration of the Company shall be perpetual.
3. **Purposes.** The purposes for which the Company is formed are to manufacture, market, develop and sublicense products, inventions and technologies pursuant to licensing arrangements with the Company's Members.
4. **Registered Office; Registered Agent.** The location and street address of the initial registered office of the Company shall be 1920 Amberly Woods Trail, Helena, Alabama 35080, and its registered agent at such address shall be Ronald J. Smith, Jr.
5. **Initial Members.** The rights, powers and duties of all of the Members are set forth in the Operating Agreement by and between the Members of the Company. The names and addresses of the initial Members are as follows:

<u>Name</u>	<u>Address</u>
Ronald J. Smith, Jr.	1920 Amberly Woods Trail, Helena, Alabama 35080
Sonya Smith	1920 Amberly Woods Trail, Helena, Alabama 35080
Martin Nowak	309 Tutwiler Drive, Trussville, Alabama 35173

6. **Organizer.** The name and address of the Organizer are Ronald J. Smith, Jr., 1920 Amberly Woods Trail, Helena, Alabama 35080.
7. **Admission of Additional Members.** Additional Members may be admitted in accordance with the terms of the Operating Agreement of the Company.
8. **Cessation of Membership.** The cessation of membership of one or more Members will not result in the dissolution of the Company.
9. **Managers.** The Managers of the Company shall have the power to manage the business and affairs of the Company as provided in the Operating Agreement of the Company. The names and addresses of the initial Managers of the Company, who shall serve until their successors are elected and begin serving, are as follows:

<u>Name</u>	<u>Address</u>
Ronald J. Smith, Jr.	1920 Amberly Woods Trail, Helena, Alabama 35080
Sonya Smith	1920 Amberly Woods Trail, Helena, Alabama 35080
Martin Nowak	309 Tutwiler Drive, Trussville, Alabama 35173

**IN WITNESS WHEREOF**, these Articles of Organization have been subscribed as of June 8, 2006, by the undersigned, who affirms that the statements made herein are true under the penalties of perjury.

  
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Ronald J. Smith, Jr., Organizer

This document was prepared by: David D. Dowd, III, Burr & Forman LLP, 420 North 20th Street, Suite 3100, Birmingham, AL 35203