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Shelby Cnty Judge of Probate, AL
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**ARTICLES OF ORGANIZATION
OF
SUMMER CLASSICS RS, LLC**

Pursuant to 10-12-9 and 10-12-10 of the Alabama Limited Liability Company Act, Summer Classics RS, LLC hereby adopts the following Articles of Organization:

1. The name of the Limited Liability Company is Summer Classics RS, LLC.
2. The duration of the Limited Liability Company is perpetual.
3. The Limited Liability Company has been organized as a retail store and for any other lawful purpose.
4. The street address of the registered office is 7000 Highway 25, Montevallo, AL 35115, and the name of the registered agent at that office is William Bew White, III.
5. The name and address of the initial member of Summer Classics RS, LLC is Summer Classics Stores, Inc. and its address is 7000 Highway 25, Montevallo, AL 35115.
6. The company is to be managed by one or more managers. The name and address of the manager who is to serve until his successor is elected and qualified is William Bew White, III and his address is 7000 Highway 25, Montevallo, AL 35115.

DATE: August 28, 2006



Elizabeth S. Ritter
Organizer

This instrument prepared by:
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