

ARTICLES OF ORGANIZATION

OF

AGAPE YOGA, L.L.C

THE UNDERSIGNED, acting as the organizer, hereby desires to form a limited liability company pursuant to the provisions of the "Alabama Limited Liability Company Act" as codified in Chapter 12 of Title 10 of the Code of Alabama of 1975, as amended (the "Act"), and hereby adopts the following Articles of Organization:

ARTICLE ONE

NAME OF COMPANY: The name of the limited liability company is AGAPE YOGA, L.L.C. (the "Company").

ARTICLE TWO

DURATION: The period for the duration of the Company shall be perpetual, and the Company shall continue until it is dissolved in accordance with either the provisions of Article Seven hereto or the Act.

ARTICLE THREE

PURPOSES: The purposes for which the Company is organized are:

- (a) To teach Yoga and,
- (b) To engage in all activities necessary, customary, convenient or incident to the development and operation of a Yoga instruction business; and
- (c) In general, to take any and all actions, and to exercise any and all powers which might now or hereafter be lawful for a limited liability company to do or exercise under the Act or any act amendatory thereof or supplemental thereto that may be now or hereafter in force.

ARTICLE FOUR

REGISTERED OFFICE AND AGENT: The address of the initial registered office of the Company is as follows:

5500 Surrey Lane
Birmingham, Alabama 35242

and the name of the initial registered agent of the Company at said address is as follows:

Cynthia G. Bowman

ARTICLE FIVE

INITIAL MEMBERS/ ORGANIZER: The names and mailing addresses of the Initial Members and Organizer of the Company are as follows:

Initial Members

Dana Lynn Long	4350 Milner Road West Birmingham, Alabama 35242
Cynthia G. Bowman	5500 Surrey Lane Birmingham, Alabama 35242

Organizer

Cynthia G. Bowman	5500 Surrey Lane Birmingham, Alabama 35242
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ARTICLE SIX

ADDITIONAL MEMBERS: Additional Members, as that term is defined in the Operating Agreement of the Company, may be admitted as Members to the Company, but only upon the written consent of Members holding a majority interest in the Company.

The Operating Agreement contains restrictions on the transfer, assignment, and hypothecation of a Member's interest in the Company.

ARTICLE SEVEN

CONTINUITY OF BUSINESS: The Company shall be dissolved and its affairs wound up upon occurrence of the first of the following events:

- (1) Written consent of all then existing Members to dissolve.
- (2) When there is no remaining Member, unless either of the following applies:
 - a. The holders of all the financial rights in the Company agree in writing, within ninety (90) days after the cessation of membership of the last Member, to continue the legal existence and business of the Company and to appoint one or more new Members; or
 - b. The legal existence and business of the Company is continued and one or more new Members are appointed by the holders of all the financial rights in the Company, within ninety (90) days after the cessation of membership of the last Member.
- (3) When the Company is not the successor limited liability company in the merger or consolidation with one or more limited liability companies or other entities.
- (4) Entry of a decree of judicial dissolution under Section 10-12-38 of the Act.

Notwithstanding any provision of the Act to the contrary, the Company shall continue and not dissolve as a result of the resignation, expulsion, bankruptcy, or dissolution of any Member or any other event that terminates the continued Membership of the Member, unless there is no remaining Member, and the holders of all the financial rights in the Company do not continue the Company in accordance with Article Seven, Paragraphs (2)(a) or (2)(b).

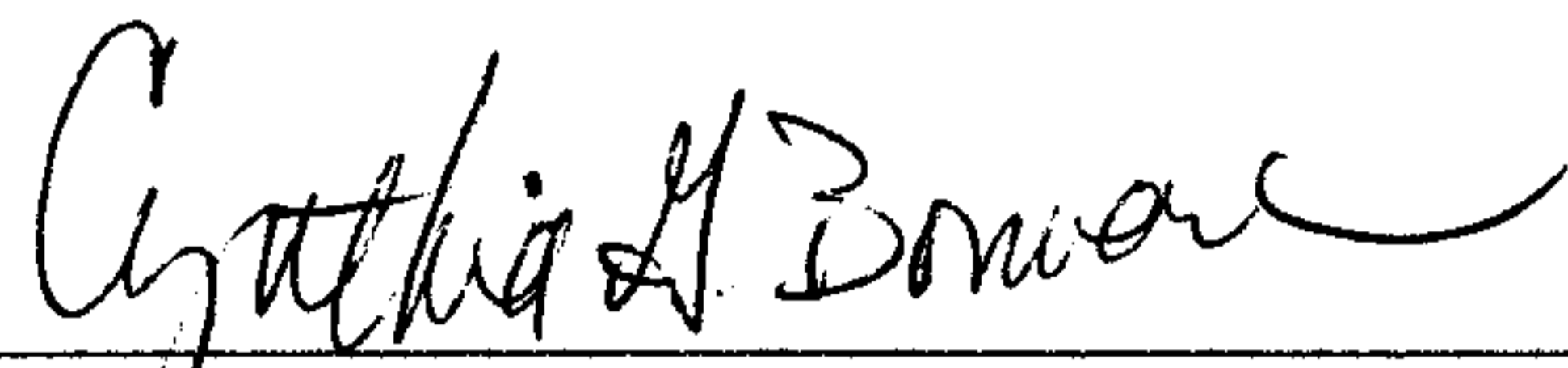
ARTICLE EIGHT

INTERNAL AFFAIRS: The provisions for the regulation of the internal affairs of the Company shall be as set forth in the Operating Agreement of the Company.

ARTICLE NINE

NO LIABILITY: The Members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned Organizing Member has hereunto affixed her signature on this the 24th day of July, 2007.


Cynthia G. Bowman, Organizer

Wicki M. Hedrick

MY COMMISSION EXPIRES OCTOBER 3, 2010