

State of Alabama

Domestic Limited Liability Company  
Articles of Organization Guidelines

Instructions:

Step 1: The name of the Limited Liability Company must contain the words Limited Liability Company, LLC or L.L.C.

Step 2: File the original and two copies of the Articles of Organization in the county where the LLC's registered office is located. The Judge of Probate's filing fee is \$35.00 and the Secretary of State's filing fee is \$40.00.

Pursuant to the provisions of the Alabama Limited Liability Company Act, the undersigned hereby adopts the following Articles of Organization.

*Article I* The name of the Limited Liability Company: Ladybug Lane LLC

*Article II* The duration of the Limited Liability Company is: Perpetual beginning on January 1, 2008

*Article III* The Limited Liability Company has been organized for the following purpose(s):  
Retail sales of clothing, accessories and any extension thereof including but not limited  
To childrens clothing

*Article IV* The street address (NO PO BOX) of the registered office:  
10496 Highway 119  
Alabaster, Alabama 35007

*Article V* The name(s) and the address(es) of the initial member(s), and, if any organizer.  
(Attach additional sheets if necessary)  
Kimberly M. Kielbasa  
151 Cedar Grove Parkway  
Maylene, Alabama 35114

Elizabeth A. Olliff  
628 Forest Hills Road  
Alabaster, Alabama 35007

*Article VI* If the Limited Liability Company is to be managed by one or more managers, list the names and addresses of the managers who are to serve until the first annual meeting of managers or until their successors are elected to qualify.

Kimberly M. Kielbasa  
151 Cedar Grove Parkway  
Maylene, Alabama 35114

Elizabeth A. Olliff  
628 Forest Hills Road  
Alabaster, Alabama 35007

Any provisions, not inconsistent with the law, for the regulation of the internal affairs of the Limited Liability Corporation are permitted to be set out in the operating agreement of the LLC.

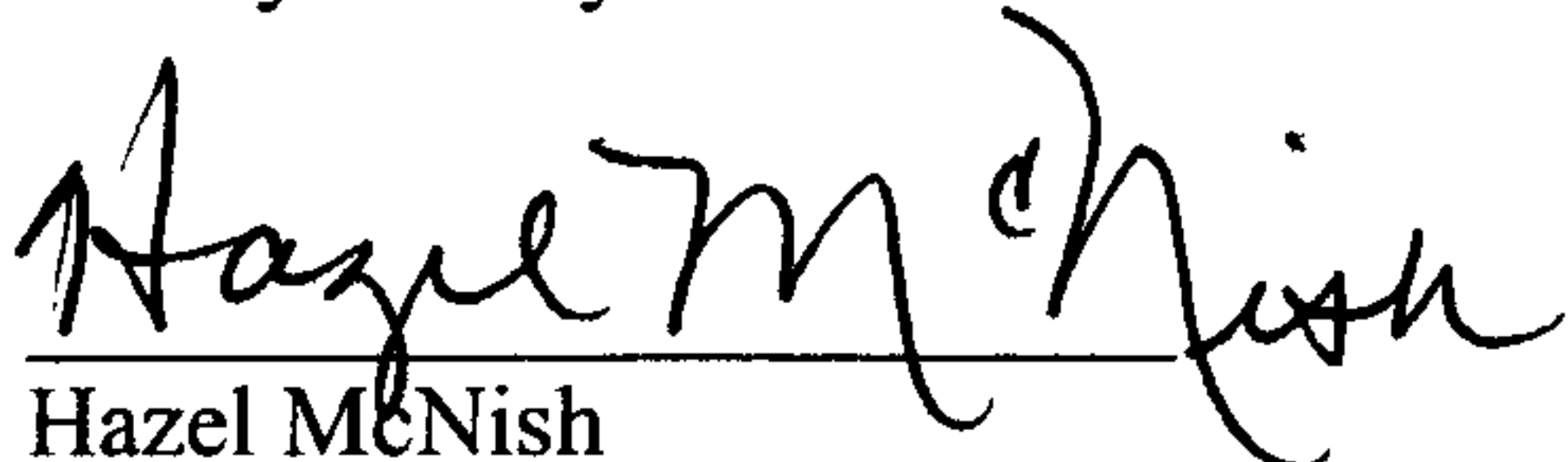
IN WITNESS THEREOF, the undersigned members executed these Articles of Organization on this, the 26th day of December 2007.


  
Kimberly M. Kielbasa

  
Elizabeth A. Olliff

THIS DOCUMENT PREPARED BY:  
Sherry Harper Accounting & Tax LLC  
1240 First Street North, Suite 201  
Alabaster, Al. 35007  
(205) 685-0507

Notary State of Alabama  
Shelby County

  
Hazel McNish

  
Notary expiration date