

STATE OF ALABAMA)
COUNTY OF SHELBY)

ARTICLES OF ORGANIZATION
AMAZINGKIDS, LLC

Pursuant to the Provisions of Sections 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I
Name

The name of the limited liability company is AmazingKids, LLC (the "Company").

ARTICLE II
Duration

The Company shall have a duration from the date of organization until the fiftieth (50th) anniversary of the filing of the Articles of Organization with the Judge of Probate of Shelby County, Alabama, unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III
Purposes

The purposes for which the Company is formed are:

- (a) To manage and operate commercial child care facilities; and
- (b) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV
Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 2975 Pelham Parkway, Pelham, Alabama 35124, and its registered agent at such address shall be Robert W. Kuehner.

ARTICLE V
Initial Members (and Organizer)

The names and addresses of the initial members are:

Robert W. Kuehner
2975 Pelham Parkway
Pelham, AL 35124

Cynthia G. Kuehner
2975 Pelham Parkway
Pelham, AL 35124

The name and address of the organizer is:

James J. Odom, Jr., Esq.
211-B Yeager Parkway
Pelham, AL 35224

ARTICLE VI
Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

ARTICLE VIII
Manager

The Manger of the company shall have the power to manage the business and affairs of the company as provided in the Operating Agreement. The name and address of the Manager of the Company, and who shall serve until his successors is elected and begins serving, are:

Robert W. Kuehner
2975 Pelham Parkway
Pelham, AL 35124

IN WITNESS WHEREOF, these Articles have been subscribed as of the 28th day of February, 2008, by the undersigned organizer, who affirms that the statements made herein are true under the penalties of perjury.



James J. Odom, Jr., Organizer

This instrument prepared by
James J. Odom, Jr., Esq.
211-B Yeager Parkway
Pelham, AL 35124