

**ARTICLES OF ORGANIZATION**  
**OF**  
**JMM Art, L.L.C**

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama, (1975), as amended (the “Alabama Limited Liability Company Act”), hereby file the following Articles of Organization with the probate judge of the county in which the initial registered office of the limited liability company will be located and affirm that the facts stated in these Articles of Organization are true and correct:

**ARTICLE I**  
**Name**

The name of the limited liability company (“Company”) is JMM Art, L.L.C

**ARTICLE II**  
**Duration**

The Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

**ARTICLE III**  
**Purposes**

The Company has been organized for the primary purpose of operating an Art Studio for Education in the State of Alabama and for any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

**ARTICLE IV**  
**Registered Agent and Office**

The address of the Company's initial registered office in Alabama is 381 Huntley Parkway, Pelham, Al 35124. The name of the Company's initial registered agent at that address is JMM Art, L.L.C.

**ARTICLE V**  
**Initial Member(s)**

The name and address of the Company's initial and sole member is as follows:

J. Michelle McCauley  
800 Valleyview Road, Apt D52  
Pelham, Alabama 35124

**ARTICLE VI**  
**Management**

The Company shall be managed by its sole member. In the event that additional members are admitted pursuant to Article VII, the Company shall be managed by its members, with each member having an equal right to participate in such management.

**ARTICLE VII**  
**Admission of New Members**

The sole member of the Company shall have the right to admit new members from time to time. In the event the sole member has admitted new members, any additional members may be admitted only upon the unanimous written consent of the existing members, and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

**ARTICLE VIII**  
**Continuity of Business**

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution, or dissociation of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the written consent of all the remaining members of the Company within 90 days after the occurrence of the terminating event.

**ARTICLE IX**  
**Powers**

The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.


**ARTICLE X**  
**No Liability**

The member(s) 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 member has executed these Articles of Organization on this 14 day of December, 2010, at Birmingham, Alabama.

  
J. Michelle McCauley  
Member

STATE OF ALABAMA     )  
SHELBY COUNTY         )

  
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Shelby Cnty Judge of Probate, AL  
12/15/2010 08:09:29 AM FILED/CERT

Before me, the undersigned authority in and for said county, in said state, personally appeared J. Michelle McCauley, who, being by me first duly sworn, deposes and says that she has read the above and foregoing and that the facts contained therein are true and correct.

SWORN TO AND SUBSCRIBED before me,  
this the 14<sup>th</sup> day of December,

  
\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires: 8/21/12.