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Shelby Cnty Judge of Probate, AL
03/21/2011 10:47:32 AM FILED/CERT

Limited Liability Corporation

ARTICLES OF ORGANIZATION

of

Infinity Healthcare, LLC

ARTICLE I

The name of the limited liability company is **Infinity Healthcare , LLC** (hereinafter referred to as "the Company")

ARTICLE II

Duration

The Company will be formed on March 10th , 2011 and continue as a limited liability company for a term of years which will began on March 10th , 2011 and will end on December 31st of the year following the expiration of fifty (50) years from the date hereof.

ARTICLE III

Purpose

The primary purpose of the Company is to engage in the business of providing home healthcare services , when and wherever situated . The Company may also conduct any other lawful business which shall be legal for a limited liability company to conduct under The Alabama Limited Liability Company Act.

ARTICLE IV

Registered Office and Agent

The Company's initial registered office shall be at 106 Village Lane-- Pelham , AL. 35124 The Name of the initial registered agent at such address is Monique Wimbush

ARTICLE V.

Members

The name (s) and mailing address (es) of the initial member (s) of the Company are :

Monique Wimbush
103 ~~106~~ Village Lane
Pelham, AL. 35124

Timothy Wimbush
103 ~~106~~ Village Lane
Pelham, AL. 35124

ARTICLE VI

Admission of Members

A person may be admitted as a Member only upon such terms as set forth in the Operating Agreement .

ARTICLE VII

Management

The Company is to be managed by one or more managers . The Company shall initially have two (2) managers . The name and address of the initial managers are as follows:

Monique Wimbush

*106—Village Lane
Pelham, AL. 35124*

Timothy Wimbush

*106—Village Lane
Pelham, AL. 35124*

The above-mentioned managers shall serve as such until their successors are elected and qualified pursuant to the Operating Agreement . The powers and authorities of the managers are as described in the Operating Agreement

ARTICLE VIII

Continuation After Event of Dissociation

If there are at least two remaining Members or at least one remaining Member and a new Member is admitted , and within ninety days (90) days after the occurrence of an event of dissociation , all of the remaining Members elect in writing to continue the Company , then the business of the Company shall continue .

ARTICLE IX

Operating Agreement

The business of the Company and the relationship of the Members are subject to the terms and conditions of that Operating Agreement of even date herewith (“Operating Agreement “) by and among all of the initial Members. A copy of the Operating Agreement is maintained at the Company’s principal office .

ARTICLE X

Transfer of membership interest

Membership interest shall be transferable only upon such terms and conditions as set forth in the Operating Agreement .

ARTICLE XI

Indemnification of members , officers , employees and agents

The Company may indemnify its Members , managers , employees and agents to the maximum extent provided by law .

ARTICLE XII

Amendment

The Company reserves the right to amend , alter , change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law , and all rights conferred upon holders of membership interests and managers herein are granted subject to this reservation; provided , however , that no such amendment , alteration , change or repeal shall be effective without such approvals , if any , as may be required under the provisions of the Operating Agreement.

IN WITNESS WHEREOF , *the undersigned , acting as the initial Members of the Company , have executed these Articles of Organization on this the 10th day of March 20 11 to be effective March 10th , 2011*


Monique Wimbush , Member


Timothy Wimbush , Member

Witness Our Hands , This 10th Day of March 20 11

As a Notary Public for the State of Alabama , I have heretofore caused my seal to be affixed to this instrument , as witness to the above signatories.


Notary Public , State of Alabama - At Large



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Beth Chapman
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

Pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

INFINITY HEALTHCARE, LLC

This domestic limited liability company name is proposed to be formed in Shelby County and is for the exclusive use of Monique Wimbush, 103 Village Lane, Pelham, AL 35124 for a period of one hundred twenty days beginning March 16, 2011 and expiring July 15, 2011

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.



March 16, 2011

Date

Beth Chapman

Beth Chapman

Secretary of State