

STATE OF ALABAMA

SHELBY COUNTY

ARTICLES OF ORGANIZATION

OF

MASSAGE BENEFITS, LLC.

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 "Act"), hereby files the following Articles of Organization with the Office of the Probate Judge of the county in which the initial registered office of the limited liability company will be located and affirms that the facts stated in these Articles of Organization are true and correct.

SECTION 1. NAME OF COMPANY

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

SECTION 2. PURPOSES

The purposes for which the Company is organized are as follows:

SECTION 2.1 To operate as a business that provides client wellness through the use of various massage therapy techniques.

SECTION 2.2 To guarantee, act as surety for, endorse, or act as accommodation maker for any debts of the members; subsidiaries of the Company (regardless of the percentage of ownership interest of the Company in such subsidiary and regardless of the form of the organization, e.g., corporation, partnership, limited partnership, limited liability company, etc., referred to herein collectively as "Business Organizations"); Business Organizations any portion of whose ownership interest are owned by members; and any other persons, regardless of the presence or adequacy of the consideration to be received by the Company for so doing or the presence or adequacy of any direct or indirect benefit to the Company. "Debts" as referenced in this Section 2.2 shall include liquidated and unliquidated amounts, amounts rising *ex contractu* and *ex delicto*, and amounts fixed or contingent, and matured or unmatured, whether new, pre-existing, renewed, or extended, regardless of the terms thereof.

SECTION 2.3 To exercise all other powers and do all things that a limited liability company organized and existing under the Act may do, and to engage in all activities that may now or hereafter be necessary, appropriate, convenient, or helpful to any of the foregoing.



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SECTION 3. INITIAL REGISTERED OFFICE AND AGENT FOR SERVICE OF PROCESS

The location and mailing address of the initial registered office of the Company shall be 205 Waterford Highlands Trail, Calera, AL 35040. The name of the initial registered agent for service of process at the foregoing address shall be Ron Vant Erve.

SECTION 4. ORGANIZER

The name and mailing address of the organizer of the Company is as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Ron H.A. Vant Erve	205 Waterford Highlands Trail, Calera, AL 35040

SECTION 5. INITIAL MEMBERS

The names and mailing addresses of the initial member of the Company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Ron H.A. Vant Erve	205 Waterford Highlands Trail, Calera, AL 35040

Subject to the requirements of the Act, the membership interests shall be divided into such classes and shall have such relative rights, powers, and duties as are provided in the Operating Agreement of the Company, as in effect from time to time (the "Operating Agreement").

SECTION 6. MANAGEMENT

The Company shall be managed by members. The name and mailing address of the member to serve as managers until the first annual meeting of the members or until their successors are duly elected and qualified are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Ron H.A. Vant Erve	205 Waterford Highlands Trail, Calera, AL 35040

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SECTION 7. SHARES

The initial members will have equal shares in the company. The amount of shares for the initial members of the Company is as follows:

<u>NAME</u>	<u>SHARES</u>
Ron H.A. Vant Erve	100

SECTION 8. ADDITIONAL MEMBERS

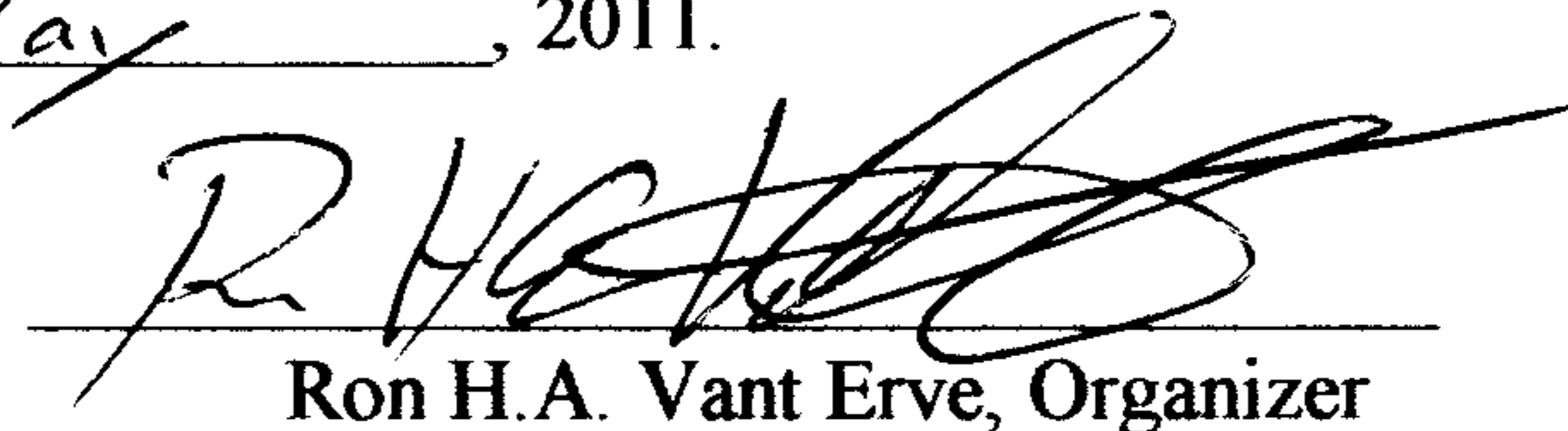
Additional members may be admitted only upon the unanimous written consent of the then existing members, as further provided in the Operating Agreement.

Important Notice: Transfers of membership interests in the Company may be subject to certain restrictions set forth in the Operating Agreement.

SECTION 9. DISSOLUTION OF THE COMPANY

The Company shall not be dissolved by the cessation of membership of one or more of its members, and shall otherwise be dissolved as provided in the Operating Agreement or by the Act.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization on this the 4th day of May, 2011.


Ron H.A. Vant Erve, Organizer

This instrument prepared by:
The Law Office of Byron Woodrow Ketcham, III
205 Eastwood Dr.
Homewood, AL 35209



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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:

Massage Benefits, LLC

This domestic limited liability company name is proposed to be formed in Shelby County and is for the exclusive use of WOODY KETCHAM, 205 EASTWOOD DR, HOMEWOOD, AL 35209 for a period of one hundred twenty days beginning April 14, 2011 and expiring August 13, 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.

Date April 28, 2011

Beth Chapman

Beth Chapman Secretary of State