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**ARTICLES OF ORGANIZATION**

**OF**

**KENDALL AQUATICS, LLC**

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**A LIMITED LIABILITY COMPANY  
ORGANIZED UNDER THE LAWS OF ALABAMA**

The undersigned, acting as the organizers of a limited liability company under the Alabama Limited Liability Company Act, hereby adopt the following Articles of Organization for KENDALL AQUATICS, LLC, a limited liability company (hereinafter called the "Company").

**RECITALS**

WHEREAS, The Company heretofore has been formed as a limited liability company pursuant to the Alabama Limited Liability Company Act. Section 1-12-1, et seq. CODE OF ALABAMA (1999), as the same may be amended from time to time (the "Act");

NOW, THEREFORE, in consideration of the premises and mutual covenants of the parties herein contained, the parties do hereby agree as follows:

**ARTICLE I  
NAME**

The name of the Limited Liability Company shall be KENDALL AQUATICS, LLC.

**ARTICLE II  
DURATION**

The operation of the Company commenced on the filing of the Certificate with the Secretary of State of the State of Alabama and shall continue in existence until it is dissolved in accordance with the Alabama Limited Liability Company Act or other applicable law.

**ARTICLE III  
PURPOSES**

The Limited Liability Company has been organized for the following purposes:

(a) To transact any lawful business permitted to be transacted by a limited liability company under the Act.

(b) Without in any particular limiting the objects and powers of the limited liability corporation, it is hereby expressly declared and provided that the limited liability corporation shall do any and all other acts and things and exercise any and all other powers which a limited liability company could do and exercise, and which is now or hereafter authorized by law.

**ARTICLE IV**  
**REGISTERED AGENT/OFFICE**

The location and mailing address of the initial registered office, and the name of the initial registered agent at that address is as follows:

Jason A. Kendall  
176 Moss Stone Lane  
Calera, Alabama 35040

**ARTICLE V**  
**INITIAL MEMBERS**

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

Jason A. Kendall  
176 Moss Stone Lane  
Calera, Alabama 35040

Kandace D. Kendall  
176 Moss Stone Lane  
Calera, Alabama 35040

**ARTICLE VI**  
**ADDITIONAL MEMBERS**

Additional members may be admitted upon unanimous consent of the members of the Limited Liability Company.

**ARTICLE VII**  
**RIGHT TO CONTINUE**

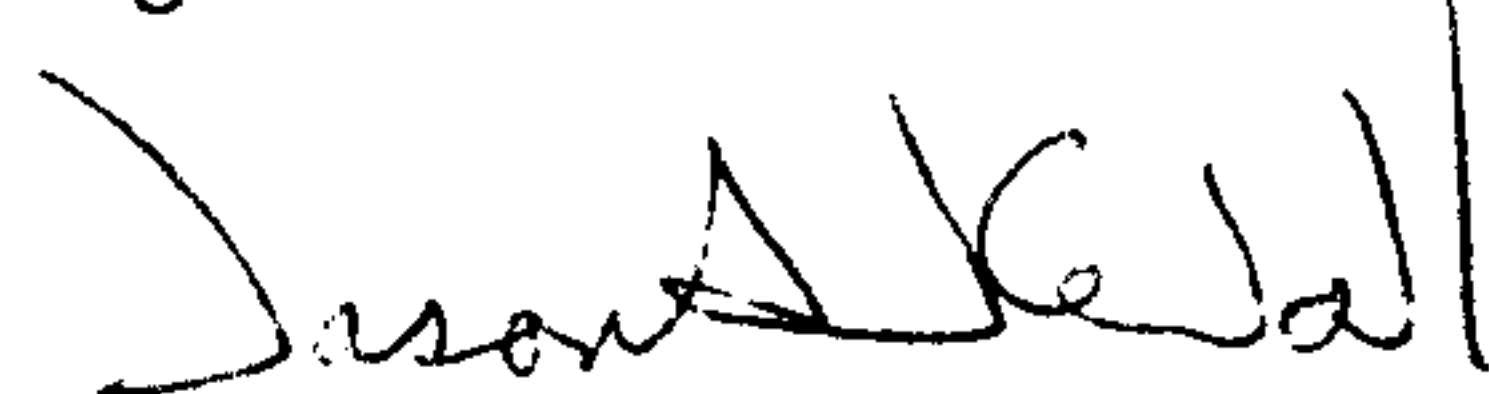
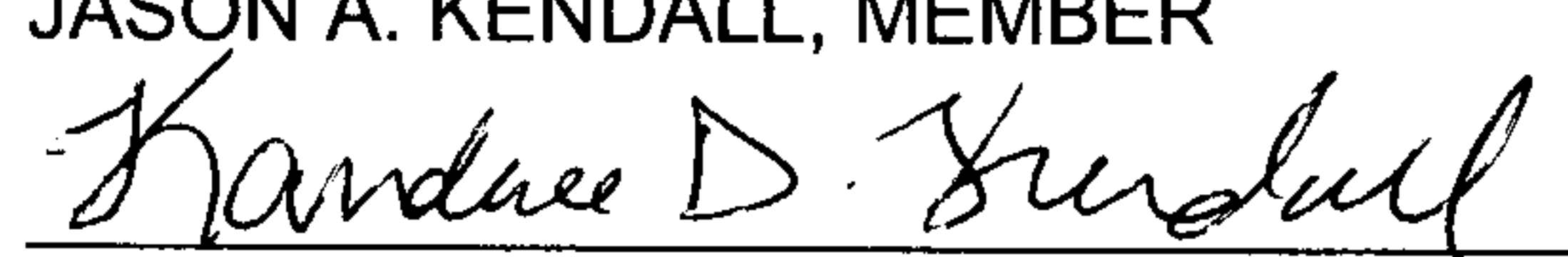
If an event of dissociation terminates the continued membership of a member, the Limited Liability Company shall continue according to the provisions of the operating agreement.

**ARTICLE VIII**  
**MANAGEMENT**

The limited liability company shall be managed by one or more managers. The name and mailing address of the initial manager, who shall serve as manager until the first annual meeting of the Company or until his successor is duly elected is as follows:

Jason A. Kendall  
176 Moss Stone Lane  
Calera, Alabama 35040

IN WITNESS WHEREOF, these Articles of Organization have been executed on this the \_\_\_\_ day of May, 2011.

  
\_\_\_\_\_  
JASON A. KENDALL, MEMBER  
  
\_\_\_\_\_  
KANDACE D. KENDALL, MEMBER



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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:

**Kendall Aquatics, LLC**

This domestic limited liability company name is proposed to be formed in Shelby County and is for the exclusive use of JASON AND KANDI KENDALL, 176 MOSS STONE LANE, CALERA, AL 35040 for a period of one hundred twenty days beginning June 7, 2011 and expiring October 6, 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.



581-788

June 9, 2011

Date

*Beth Chapman*  
Beth Chapman Secretary of State