

**ARTICLES OF ORGANIZATION**  
**OF**  
**TORQUE MARKETING GROUP, LLC**

For the purpose of forming a limited liability company under the Alabama Limited Liability Company Law and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Law"), the undersigned does hereby sign and adopt these Articles of Organization, and, upon filing for record of these Articles of Organization in the office of the Judge of Probate of Shelby County, Alabama, the existence of a limited liability company (hereinafter referred to as the "Company"), under the name set forth in Article I hereof, shall commence.

**I.**  
**NAME**

The name of the Company shall be Torque Marketing Group, LLC.

**II.**  
**TYPE OF ENTITY**

The Company shall be formed as a limited liability company.

**III.**

The term of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Madison County, Alabama, and shall be perpetual, provided, however, that the Limited Liability Company shall be dissolved (a) upon the written consent of all the Members; (b) as provided in the Operating Agreement; or (c) as may be required by the Alabama Limited Liability Company Act.

**IV.**

**A. Without limiting the scope and generality of the purposes, objects and powers of the Company granted by the Law, the Company shall have the power to:**

1. engage in marketing and public relations with a social media focus in order to enhance business development and to engage in all other activities related or incidental thereto; and

2. engage in any lawful business, act or activity for which a company may be organized under the Law, it being the purpose and intent of this Article IV to invest the Company with the broadest purposes, objects and powers lawfully permitted a company formed under the Law.

**B. All words, phrases and provisions appearing in this Article IV are used in their broadest sense, are not limited by reference to, or inference from, any other words, phrases or provisions and shall be so construed.**

**V.**

**REGISTERED OFFICE AND REGISTERED AGENT**

**A. The location and mailing address of the initial registered office of the Company shall be 223 Pin Oak Drive, Chelsea, Alabama 35043.**

**B. The initial registered agent at such address shall be Caroline Lyle.**

**VI.**

**ORGANIZER**

**The name and mailing address of the Organizer is as follows:**

<u>NAME</u>	<u>ADDRESS</u>
Caroline Lyle	223 Pin Oak Drive Chelsea, Alabama 35043

**VII.**

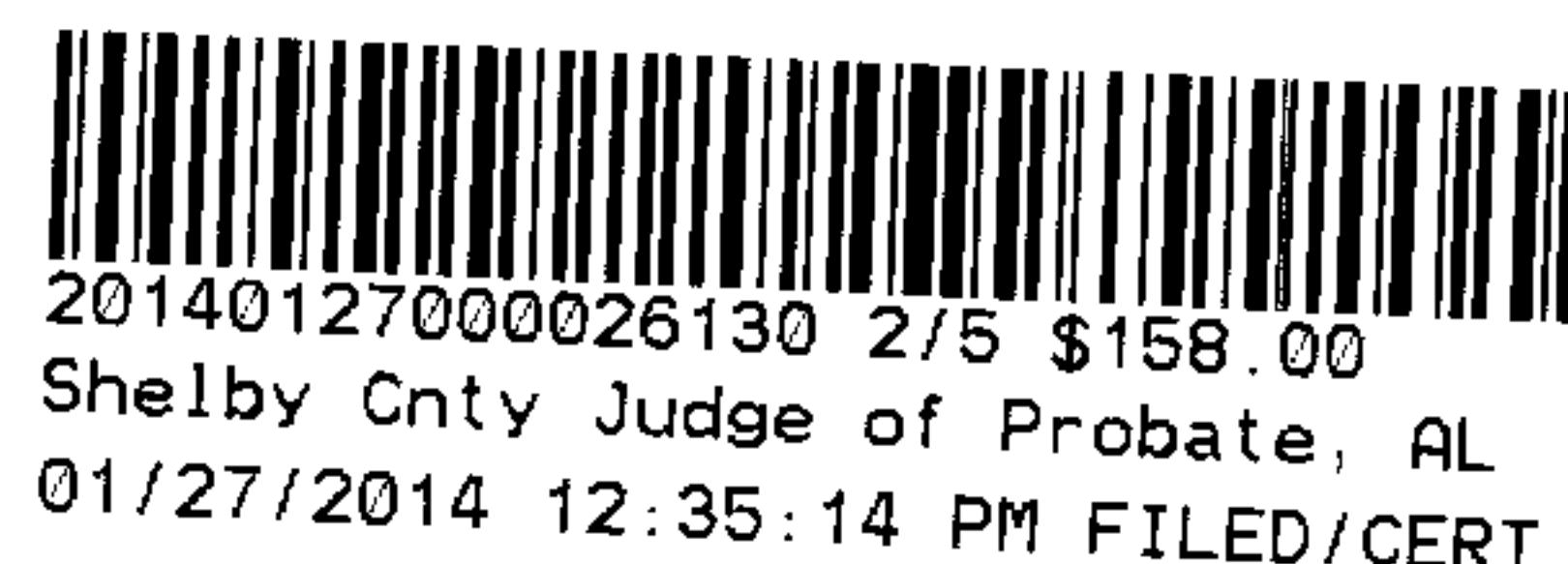
**ADMISSION OF ADDITIONAL MEMBERS**

From and after the date of the formation of the Company, any person or entity acceptable to the Manager(s) of the Company as provided in the Operating Agreement by their vote thereof may become a Member in this Company either by the issuance by the Company of membership interests for such consideration as the Managers by their votes shall determine, or as a transferee of a Member's membership interest or any portion thereof as approved by the Managers by their vote, subject to the terms and conditions of these Articles of Organization and the Operating Agreement.

**VIII.**

**CLASSES OR GROUPS OF MEMBERSHIP INTERESTS**

The relative rights, powers and duties for classes or groups of membership interests, if any, are set forth in full in the Operating Agreement of the Company, as the same may be in effect from time to time.



**IX.**  
**CONTINUATION OF BUSINESS**

In the event of the death, retirement, resignation, expulsion or dissolution of a Member, the remaining Member or Members, if any, shall automatically continue the business of the Company.

**X.**  
**MANAGEMENT**

The business and affairs of the Company shall be managed by one or more Managers. The name and mailing address of the initial Managers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Caroline Lyle	223 Pin Oak Drive Chelsea, AL 35043

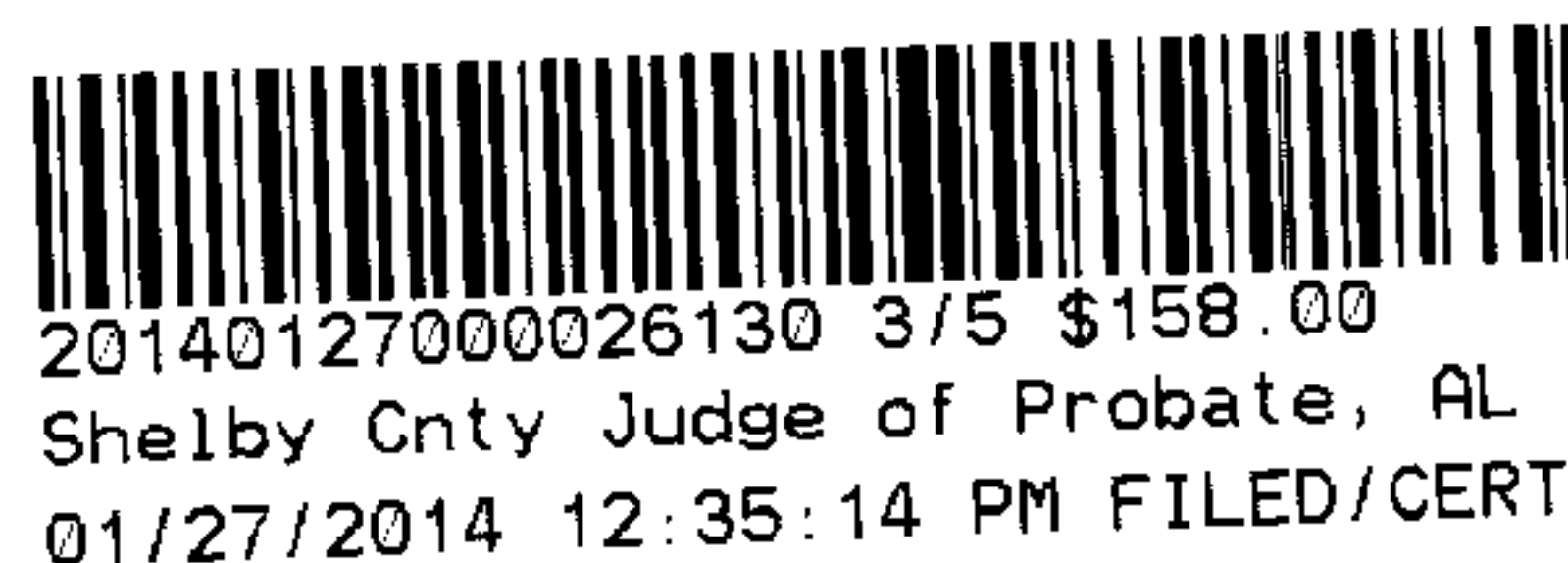
**XI.**  
**INTERNAL AFFAIRS**

A. The provisions of Article 12 of the Operating Agreement for the regulation of the business and for the conduct of the affairs of the Company and its Member(s) are hereby adopted.

B. The initial Operating Agreement of the Company shall be adopted by the initial Member(s). The power to alter, amend, or repeal the Operating Agreement or adopt a new Operating Agreement shall be vested in the Member(s), which power may be exercised in the manner and to the extent provided in the Operating Agreement. The Operating Agreement may contain any provisions for the regulation of the business and for the conduct of the affairs of the Company or the Members, not inconsistent with the Law or these Articles of Organization. The Operating Agreement as so adopted and as may be amended from time-to-time, is hereby incorporated herein by reference as if set out in full herein.

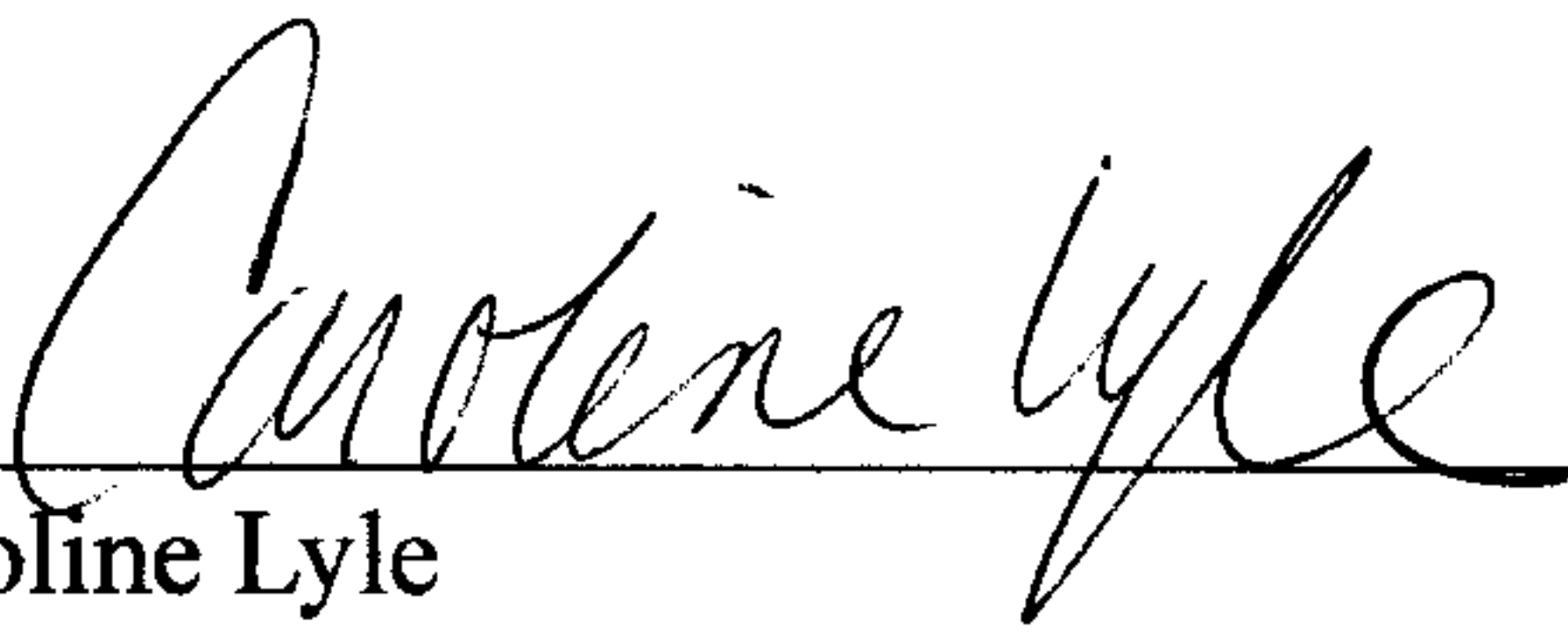
C. These Articles of Organization may be amended, altered, or repealed from time to time in the manner now or hereafter prescribed in these Articles of Organization, the Operating Agreement, or as permitted by the Law.

(signature page follows)






IN TESTIMONY WHEREOF, witness the hand and seal of the undersigned Organizer on this the 24<sup>th</sup> day of January, 2014.

  
\_\_\_\_\_  
Caroline Lyle

THIS INSTRUMENT PREPARED BY:  
Allison E. Williams  
Allison E. Williams, Attorney at Law, LLC  
Post Office Box 530182  
Birmingham, Alabama 35253  
(205) 332-1993

  
20140127000026130 4/5 \$158.00  
Shelby Cnty Judge of Probate, AL  
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Jim Bennett  
Secretary of State

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

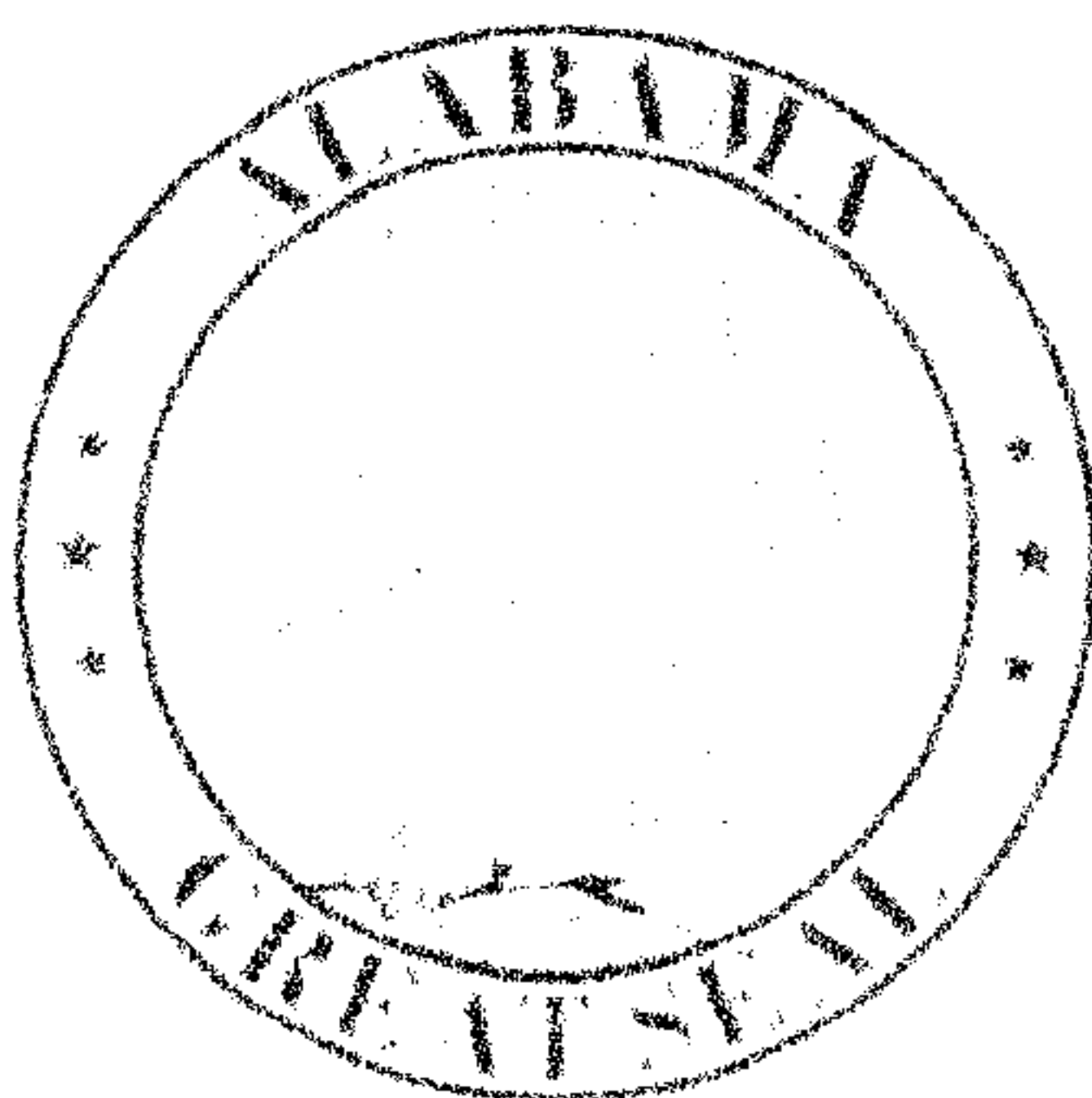
# STATE OF ALABAMA

**I, Jim Bennett, Secretary of 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:

**Torque Marketing Group, LLC**

This name reservation is for the exclusive use of Caroline Lyle, 223 Pin Oak  
Drive, Chelsea, AL 35043 for a period of one year beginning December 17, 2013  
and expiring December 17, 2014



RES644296

**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.**

December 17, 2013

Date

A handwritten signature in black ink, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State



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