

STATE OF ALABAMA )  
 )  
SHELBY COUNTY )

**ARTICLES OF ORGANIZATION  
OF**

**THE CLOSET & GIFT GALLERY, LIMITED LIABILITY COMPANY**

Inst # 1999-44809

11/01/1999-44809  
09:13 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
80.00  
004 HWS

Pursuant to the provisions of Ala. Code, Section 10-12-1, et seq. (this act as amended from time to time is referred to herein as the "Act"), the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

**ARTICLE ONE**

**NAME**

The name of the Limited Liability Company shall be: The Closet & Gift Gallery, Limited Liability Company.

**ARTICLE TWO**

**PERIOD OF DURATION**

The period of duration of the Limited Liability Company is unlimited from the date of the filing of these Articles of Organization.

### **ARTICLE THREE**

#### ***PURPOSE***

The Limited Liability Company has been organized for the following purposes: to sell apparel and various domestic gift items in accordance with the laws of the State of Alabama.

### **ARTICLE FOUR**

#### ***REGISTERED OFFICE AND REGISTERED AGENT***

The location and mailing address of the initial registered office shall be and the name of its registered agent at such address are 149 Buck Creek Plaza, Suite D, Alabaster, Alabama 35007 and Registered Agent, Joyce Smelcer.

### **ARTICLE FIVE**

#### ***INITIAL MEMBERS***

The name and address of the initial Member is:

#### **Name**

Joyce Smelcer

#### **Address**

1111 Stage Coach Road  
Alabaster, Alabama 35007

## **ARTICLE SIX**

### ***ADDITIONAL MEMBERS***

Any Member acquiring an interest directly from the Limited Liability Company must obtain the written consent of all provisions for admission of additional Members. An assignee of an interest of the Limited Liability Company may become a Member only if the other Members unanimously consent, unless otherwise provided in the Operating Agreement, and such consent must be in compliance with Section 10-12-33A(1) of the Act unless otherwise provided in the Operating Agreement.

## **ARTICLE SEVEN**

### ***CONTINUATION AFTER AN EVENT OF DISSOCIATION***

The Limited Liability Company shall dissolve upon the death, retirement, expulsion, bankruptcy or dissolution of any of the Members of the Limited Liability Company unless there is at least one remaining members and the business of the Limited Liability Company is continued within ninety (90) days after the occurrence of the event of dissociation, by the written consent of all remaining Members.

## **ARTICLE EIGHT**

### ***MANAGER***

The Limited Liability Company will be managed by a manager. The name and address of the manager who will serve until the first annual meeting of Members or

until a successor manager is elected and qualified is as follows:


Name

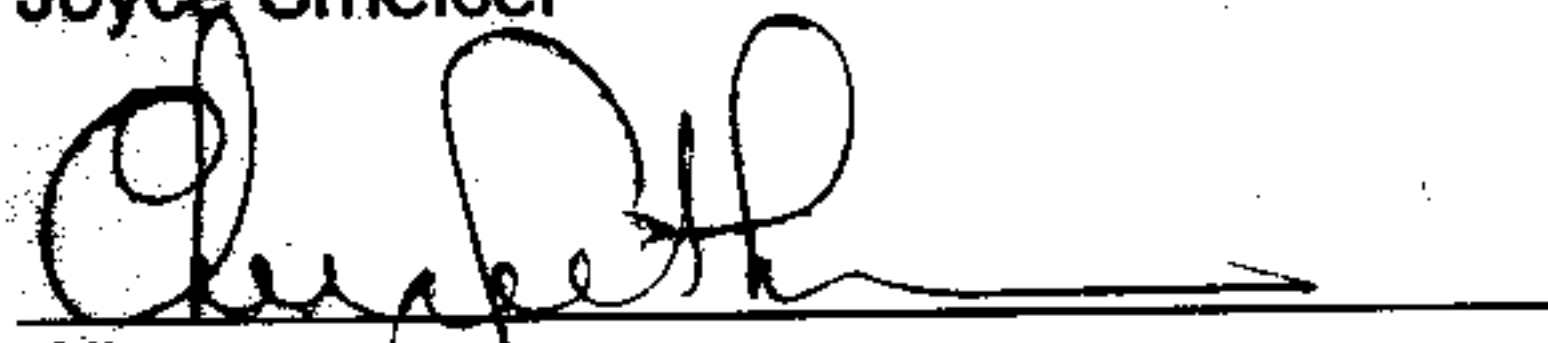
Address

Joyce Smelcer

1111 Stage Coach Road  
Alabaster, Alabama 35007

IN WITNESS WHEREOF, the undersigned Member has executed these Articles  
of Organization on this the 28<sup>th</sup> day of October, 1999.

  
Joyce Smelcer

  
Witness

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