

**STATE OF ALABAMA:**

**DOMESTIC LIMITED LIABILITY COMPANY :  
AMENDED ARTICLES OF ORGANIZATION**

**ORGANIZER:**

Name: Jose Ciro Cuicahua-Quiahua  
Address: 152 Greenpark South  
Pelham, AL 35124  
Phone: (205)283-2255 or (205) 982-0716

**BUSINESS NAME:**

Legal LLC Name: VICTORY Painting and Decorating, LLC  
Address: 152 Greenpark South  
Pelham, AL 35124  
Phone: (205)283-2255 or (205) 982-0716

**MAILING ADDRESS:**

Address: 152 Greenpark South  
Pelham, AL 35124

**BUSINESS ACTIVITIES:**

This LLC will begin on April 26, 2002, with an initial number of employees of approximately two (2), and anticipated first year revenue of approximately \$30,000.00.

The primary activities of the LLC can be described as follows:

New and remodeling commercial and residential painting and decorating.

**PERIOD OF DURATION:**

The LLC's existence shall continue as follows:

Maximum allowed by state law.

**PRINCIPAL PLACE OF BUSINESS:**

The address of the LLC's principal place of business is:

152 Greenpark South  
Pelham, AL 35124

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**LIMITED LIABILITY COMPANY:  
AMENDED ARTICLES OF ORGANIZATION  
PAGE 2**

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**MEMBER(S):**

Name: Jose Ciro Cuicahua-Quiahua  
Address: 152 Greenpark South  
Pelham, AL 35124  
Phone: (205)283-2255 or (205) 982-0716  
Percentage ownership of LLC: 100.00%  
Amount to contribute: \$5,500.00

**MANAGEMENT:**

All members will manage and control the LLC, and there will be no designated managers.

**OFFICERS:**

No officer positions will be established.

**TAX MATTERS MEMBER:**

The designated member who will be responsible for tax matters is:

Name: Jose Ciro Cuicahua-Quiahua  
Address: 152 Greenpark South  
Pelham, AL 35124  
Phone: (205)283-2255 or (205) 982-0716

**VOTING:**

Members shall be entitled to vote based upon the following:

Number of capital units owned.

Regular matters that require a vote of the members shall be approved by a unanimous vote.

A(n) unanimous vote of the members is required in order to authorize the following acts:

- amendment to the Articles of Organization
- amendment of the Operating Agreement
- the admission of a new member
- the authority to sell, merge or dissolve the LLC
- the sale of substantially all of the LLC's property

**LIMITED LIABILITY COMPANY:  
AMENDED ARTICLES OF ORGANIZATION  
PAGE 3**

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Action may be taken without a meeting if all of the members consent to the action in writing.

**MEETINGS:**

Meetings of the members of the LLC will be held at its principal place of business.

**PROFIT ALLOCATION:**

Net income or net loss of the LLC will be allocated to the members in proportion to their ownership of the LLC.

**REGISTERED AGENT:**

The name and address of the registered agent of the LLC is:

Name: Jose Ciro Cuicahua-Quiahua  
Company: VICTORY Painting and Decorating, LLC  
Address: 152 Greenpark South  
Pelham, AL 35124  
Phone: (205)283-2255 or (205) 982-0716

**GEOGRAPHICAL AREA OF BUSINESS OPERATIONS:**

The business will conduct its operations in the following geographical area:

Alabama State at Large.

**FRINGE BENEFITS:**

None available at this time, but the owners aspire to establishing the following:

Health care plan for employees

**ADVISORS:**

The following financial and professional advisor(s) will be providing services to the business:

Accountant: To be determined

**LIMITED LIABILITY COMPANY:  
AMENDED ARTICLES OF ORGANIZATION  
PAGE 4**

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**Lawyer:** Linda A. Fiveash, Esquire  
**Firm:** Law Office of:  
**Address:** 1901 Richard Arrington South  
Birmingham, AL 35209-1270  
**Phone:** (205)870-7660 or (205) 939-4141

**Insurance Agent:** To be Determined

**Banker:** To be Determined

**IN WITNESS THEREOF**, the undersigned member(s) of this LLC executed these Articles of Organization on this the 3rd day of October, 2002.

Jose Ciro Cuicahua-Quiahua.  
Jose Ciro Cuicahua-Quiahua, Member/ Organizer

**STATE OF ALABAMA  
COUNTY OF JEFFERSON**

**SUBSCRIBED AND SWORN** before me, Linda A. Fiveash, Esquire, a Notary Public for the State of Alabama At Large, duly appointed, commissioned and qualified in and for said County and State, personally appeared Mr. Jose Ciro Cuicahua-Quiahua, the above-named affiant, who is known to me (or sufficiently proven to be said Affiant), and who acknowledged execution of the foregoing instrument for the purposes contained therein.

**IN TESTIMONY WHEREOF**, I have hereunto set my HAND and Notarial Seal at Jefferson County, Alabama on this, the 3rd day of Oct, 2002.

12-04-2003  
Commission Expires:

Linda A. Fiveash  
Notary Public

✓ **Attorney Work Product of:**  
**Law Office of Linda A. Fiveash**  
**1901 Richard Arrington Jr. Blvd., South**  
**Birmingham, AL 35209-1270**