

This Instrument rrepared by:

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File No.: 8753

## ARTICLES OF ORGANIZATION

**OF** 

# LYDA IMAGING PRODUCTS, L.L.C.

The undersigned, *ALVA NEIL LYDA*, acting as member of a limited liability company under the laws of Alabama, hereby adopt the following Articles of Organization for **LYDA**IMAGING PRODUCTS, L.L.C. (hereinafter referred to as "the Company"):

## **ARTICLE I**

## NAME OF COMPANY

The name of the Company shall be LYDA IMAGING PRODUCTS, L.L.C.

#### ARTICLE II

## PERIOD OF DURATION

Unless the Company is earlier dissolved under Article VII of these Articles of Organization or the Alabama Limited Liability Company Act, the period for the duration of the Company shall be perpetual.

### **ARTICLE III**

## OBJECTS AND PURPOSES

The objects and purposes for which the Company is organized are:

- 1. To conduct the business of engage in the purchase, storage, sale and distribution of office equipment of all kinds, including computers and accessories. To own, manage, lease real estate and personal property, and to do any other act which an individual could do with real estate and personal property.
- 2. To transact any and all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Act, as such Act may be amended from time to time.
- 3. To have and to exercise all powers necessary or convenient to effect the above purposes.

The foregoing paragraphs of this Article III, and each phrase thereof, shall be construed, in their broadest sense, as purposes and powers of the Company in addition to those powers specifically conferred upon the Company by law, and it is hereby expressly provided that the foregoing specific enumeration of purposes and powers shall not be held to limit or restrict in any manner the powers of the Company otherwise granted by law. Nothing herein contained, however, shall be construed as authorizing the Company to carry on the business of banking or that of a trust company, or the business of insurance.

### **ARTICLE IV**

## REGISTERED OFFICE AND REGISTERED AGENT

The location and mailing address of the initial registered office of the Company is 528 Treymoor Lake Circle, Alabaster, AL 35007, and the name of the initial registered agent at such address is ALVA NEIL LYDA.

## ARTICLE V

## **MEMBERS**

The names and mailing addresses of the initial members of the Company are:

NAME

**ADDRESS** 

ALVA NEIL LYDA

528 Treymoor Lake Circle Alabaster, AL 35007

## **ARTICLE VI**

## ADMISSION OF ADDITIONAL MEMBERS

The Company may admit additional members upon such terms and conditions as may be specified by the existing members upon the unanimous written consent of the existing members.

#### ARTICLE VII

# CONTINUATION UPON CERTAIN EVENTS

The Company may continue its business after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates his or her continued membership in the Company upon the unanimous written consent of the remaining members.

### **ARTICLE VIII**

Members of this limited liability company may not transfer or assign their membership to a non-member without the written consent of all other members. In the event of the death or disability of a member, his/her estate and/or guardian/conservator shall be bound by this provision as if the member had not died or suffered disability.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of LYDA IMAGING PRODUCTS, L.L.C. this 22 day of October , 2004.

ALVA NEIL LYDA

STATE OF ALABAMA
)
SHELBY COUNTY
)

I, the undersigned notary public in and for said county in said state, hereby certify that ALVA NEIL LYDA, whose name is signed to the foregoing Articles of Organization, and who is known to me, acknowledged before me on this day that, being informed of the contents of such instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 22 day of October, 2004.

Katty & Hallman Notary Public