

STATE OF ALABAMA

DOMESTIC LIMITED LIABILITY COMPANY ARTICLES OF ORGANIZATION GUIDELINES

INSTRUCTIONS:

STEP 1: THE NAME OF THE LIMITED LIABILITY COMPANY MUST CONTAIN THE WORDS LIMITED LIABILITY COMPANY, LLC OR L.L.C.

STEP 2: FILE THE ORIGINAL AND TWO COPIES OF THE ARTICLES OF ORGANIZATION IN THE COUNTY WHERE THE LLC'S REGISTERED OFFICE IS LOCATED. THE SECRETARY OF STATE'S FILING FEE IS \$40. PLEASE CONTACT THE JUDGE OF PROBATE TO VERIFY THE PROBATE FILING FEE.

PURSUANT TO THE ALABAMA LIMITED LIABILITY COMPANY ACT, THE UNDERSIGNED HEREBY ADOPTS THE FOLLOWING ARTICLES OF ORGANIZATION.

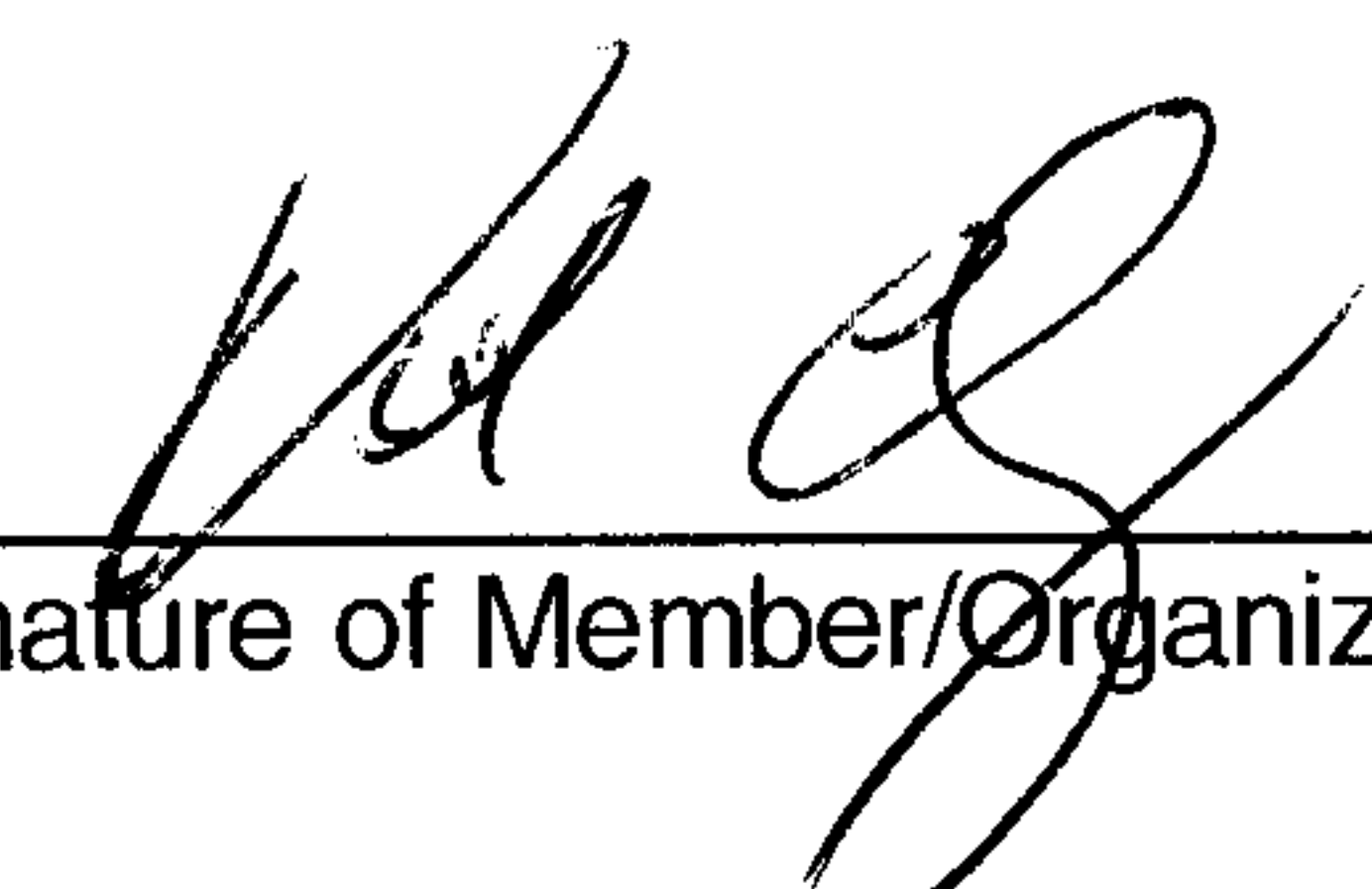
- Article I* The name of the Limited Liability Company:
The Ephraim Foundation, LLC
(Your company title must end with the words Limited Liability Company, L.L.C. or LLC)
- Article II* The duration of the Limited Liability Company is PERPETUAL.
- Article III* The Limited Liability Company has been organized for the following purpose(s):
Provides support for individuals with disabilities
- Article IV* The **street address** (NO PO BOX) of the registered office: 1239 Village Trail Calera AL 35040 and the name of the registered agent at that office: Joshua D. Pennington
- Article V* The **names and addresses** of the initial member(s), and organizer (if any):
Heather M. Pennington 1239 Village Trail Calera, AL 35040
Joshua D. Pennington 1239 Village Trail Calera, AL 35040
Val Clewley Organizer PO Box 13092 Tucson, AZ 85732
(Attach additional sheets if necessary.)
- Article VI* If the Limited Liability Company is to be managed by one or more managers, list the names and addresses of the managers who are to serve until the first annual meeting of the members or until their successors are elected and qualified.
Joshua D. Pennington 1239 Village Trail Calera, AL 35040
Heather M. Pennington 1239 Village Trail Calera, AL 35040

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the Limited Liability Company is permitted to be set forth in the operating agreement of the LLC.

IN WITNESS THEREOF, the undersigned members executed these Articles of Organization on this the 11 day of December, 2008.

THIS DOCUMENT PREPARED BY:

Val Clewley
PO Box 13092
Tucson, AZ 85732



Signature of Member/Organizer