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Shelby Cnty Judge of Probate, AL
12/15/2009 01:53:01 PM FILED/CERT

ARTICLES OF ORGANIZATION

ARTICLES OF ORGANIZATION OF DOG DAYS OF BIRMINGHAM, L.L.C.

Pursuant to the Provisions of Section 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is Dog Days of Birmingham, L.L.C.

ARTICLE II

Duration

The Company shall have a perpetual duration from the date of organization, unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) Dog boarding services.
- (b) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the company shall be 1143 Rushing Parc Drive, Hoover, Alabama 35244, and its registered agent at such address shall be James Johnson.

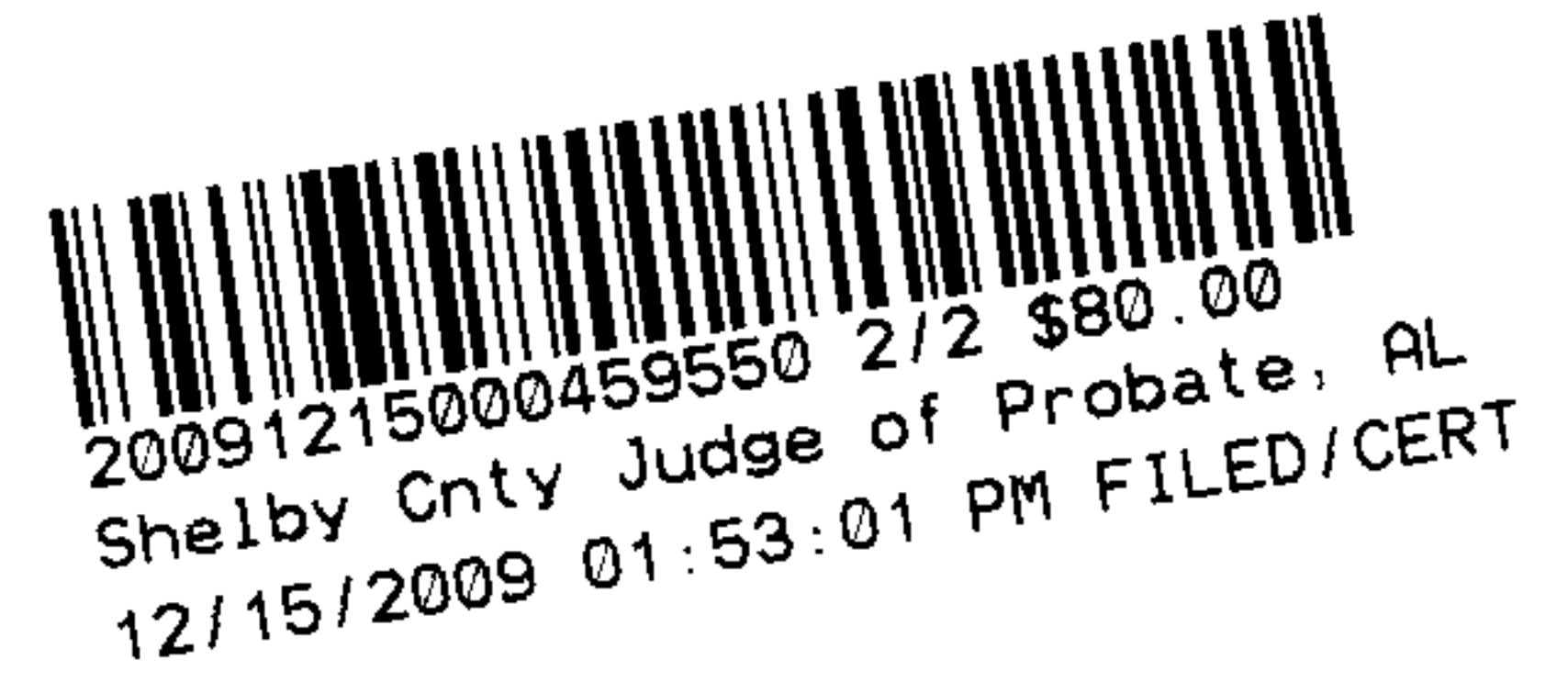
ARTICLE V

Initial Members (and Organizer)

The names and addresses of the initial members are:

James Johnson
1143 Rushing Parc Drive
Hoover, Alabama 35244

Sue Sims Johnson
1143 Rushing Parc Drive
Hoover, Alabama 35244



The name and address of the organizer is:

James Johnson
1143 Rushing Parc Drive
Hoover, Alabama 35244

ARTICLE VI

Admission of Additional Members


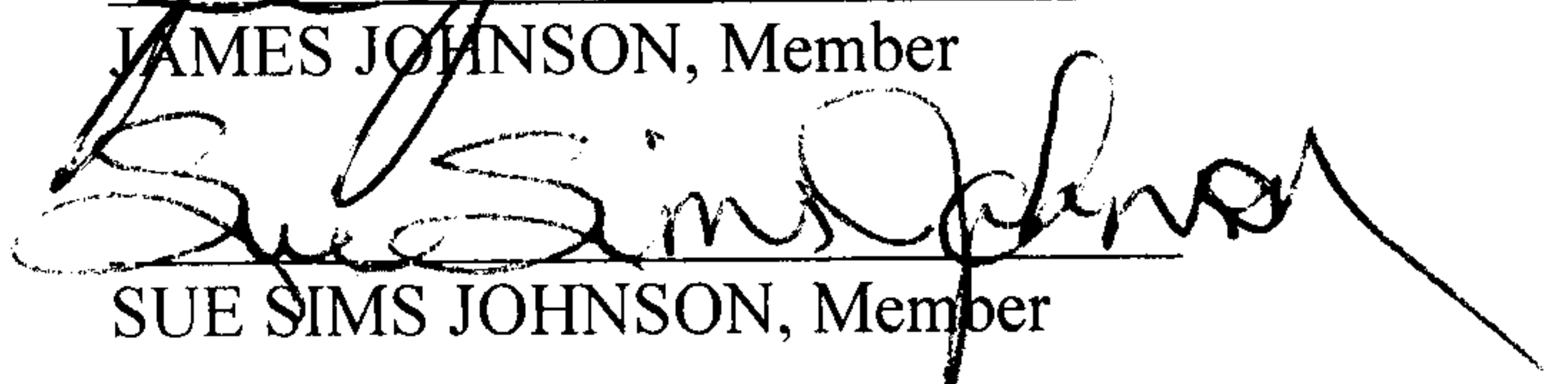
Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII

Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 15 day of December, 2009, by the undersigned members/organizer, who affirm that the statements made herein are true under the penalties of perjury.


JAMES JOHNSON, Member

SUE SIMS JOHNSON, Member