


ARTICLES OF ORGANIZATION
OF
GREENWIZE LANDSCAPE SERVICES LLC.


20100129000028690 1/4 \$80.00
Shelby Cnty Judge of Probate, AL
01/29/2010 11:58:44 AM FILED/CERT

Pursuant to the Provisions of Act No. 93-724 of the 1993 Alabama Legislature, as amended, the undersigned hereby adopt the following Limited Liability Articles of Organization:

ARTICLE I

NAME

Greenwize Landscape Services LLC

ARTICLE II

DURATION

The period of duration is perpetual.

ARTICLE III

PURPOSES

The Limited Liability Company has been organized for the following purposes:

1. To engage in the business of providing landscaping services in the State of Alabama.
2. The transaction of any or all lawful business which may be incidental or beneficial to the company.

ARTICLE IV

REGISTERED AGENT/OFFICE

The location and street address of the initial registered office shall be 219 Sheffield Lane Birmingham, AL 35242, and its registered agent at such address shall be Kevin Gage.

ARTICLE V
INITIAL MEMBERS

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The names and addresses of the initial members are:

Kevin L. Gage

219 Sheffield Lane

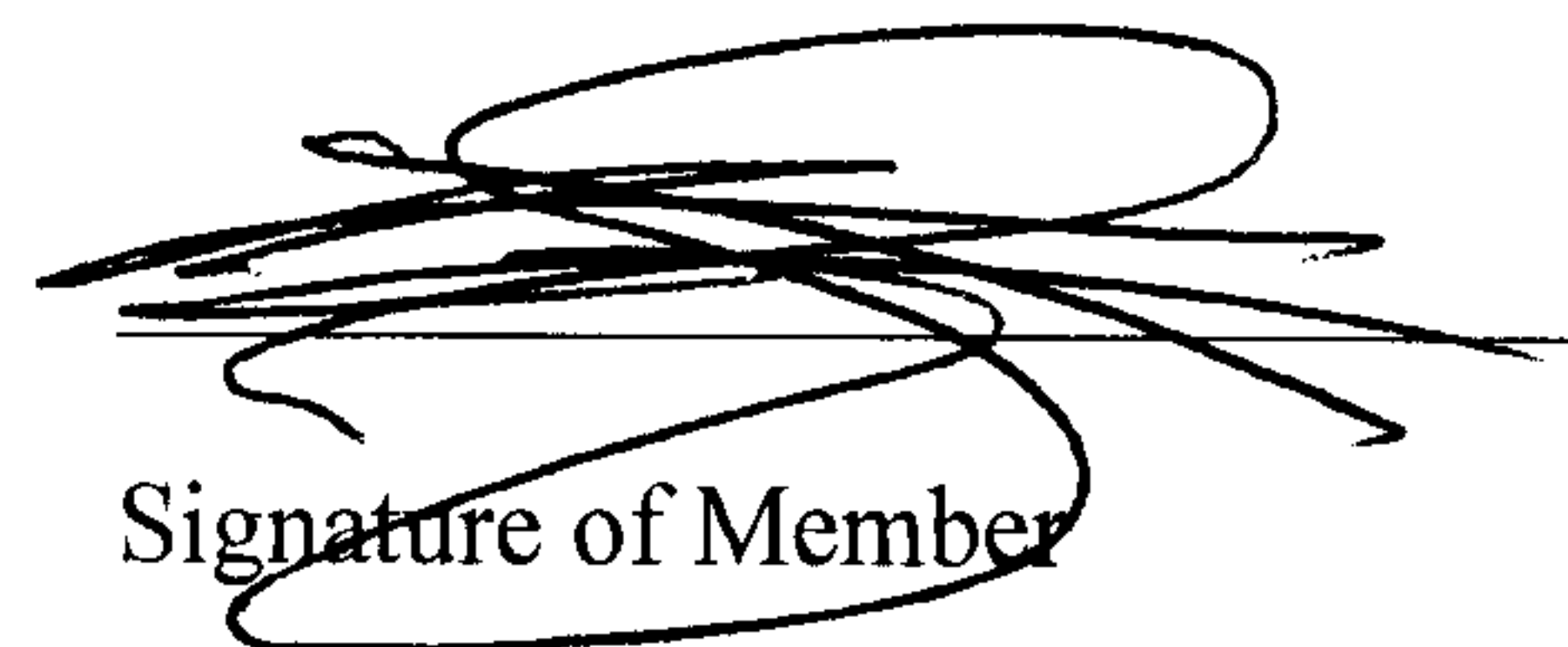
Birmingham, AL 35242

ARTICLE VI
ADDITIONAL MEMBERS

The initial member shall have the right to admit additional members upon unanimous consent and agreement of the original members.


Any other provision, not inconsistent with the law, which the members elect to set out in the Articles of Organization for the regulation of internal affairs of the LLC, including any provision which under this act are required or permitted to be set out in the operation agreement of the LLC. It is not necessary to set out in the Articles of Organization any of the powers enumerated in the LLC Act.

IN WITNESS THEREOF, the undersigned members have executed these Articles of Organization, on this, the 29 day of January, 2010.


Signature of Member

**OPERATING AGREEMENT
OF**

GREENWIZE LANDSCAPE SERVICES LLC


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This agreement is the Operating Agreement of Greenwize Landscape Services, L.L.C., a limited liability company organized under the laws of the State of Alabama.

The parties are the original members of Greenwize Landscape Services, L.L.C. and have mutually agreed as follows:

1. The name of the limited liability company is Greenwize Landscape Services, L.L.C.
2. The period of the company's duration is perpetual.
3. Management of the company is vested in the members. Any member exercising management powers will be subject to all the duties and liabilities of a manager provided in the statute under which the company is organized.
4. The purpose of the company is to engage in any lawful act or activity for which limited liability companies may be formed under the act specifically including those set out in the Articles of Organization.
5. The name of the member is Kevin L. Gage.
6. The member has contributed to the company the amount set opposite his name below in the form of cash, property or services, or a promissory note or other obligation to contribute cash or property in the amounts indicated:

| | |
|---------------|-------------|
| Kevin L. Gage | \$10,000.00 |
|---------------|-------------|
7. The company's profits and losses will be allocated in proportion to the amount of the capital contributions of the members.
8. Distributions shall be made to the members at such times and in such amounts as may be determined by the members. Any such distributions shall be allocated among the members in the same proportion as their capital accounts.

9. A member may withdraw from the company in accord with the statute authorizing the organization of the company.
10. A member may not assign his or her membership interest in the company without the unanimous consent of the other members.
11. One or more additional members of the company may be admitted to the company with the unanimous consent of then existing members.
12. The Members of the company, and the company, intend that the company be treated as a partnership for all income tax purposes.

IN WITNESS THEREOF, the undersigned have executed this Operating Agreement on this the 29 day of January, 2010.

GREENWIZE LANDSCAPE SERVICES, L.L.C.

By: _____

Kevin L. Gage