

**Articles of Organization
Member-Managed**

ARTICLES OF ORGANIZATION OF CLEM BURCH DESIGN, LLC

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

ARTICLE I

Name

The name of the Limited Liability Company is Clem Burch Design, LLC (the “Company”).

ARTICLE II

Duration

The existence of the Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and its duration shall be perpetual unless it is dissolved and its affairs wound up (a) upon the written consent of all of the members; or (b) as provided in the Operating Agreement, if any; or (c) as may be required by the Alabama Limited Liability Company Act (as the same may be amended from time to time, the “Act”).

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) To engage in any apparel design, manufacturing, and/or sale; and
- (b) To engage in any other lawful act or activity for which limited liabilities 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 850 Corporate Parkway, Ste. 110, Birmingham, Alabama 35242, and its registered agent at such address shall be Clem D. Burch.

ARTICLE V

Member/Organizer

The name and address of the sole member and organizer is:

Clem D. Burch
230 Hawthorn Street
Birmingham, AL 35242

ARTICLE VI

Admission of Additional Members

The Company may permit the admission of additional members only at such times and upon such terms and conditions as the members may unanimously approve in a written consent.

ARTICLE VII

Cessation of Membership

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


ARTICLE VIII

Member Managed

Management of the Company shall be vested exclusively in its sole member, Clem D. Burch, or by the member(s) of the Company designated in writing by Clem D. Burch.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 25th day of August, 2010 by the undersigned member, who affirms that the statements made herein are true under the penalties of perjury.



Clem D. Burch, Member


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Shelby Cnty Judge of Probate, AL
08/27/2010 11:50:16 AM FILED/CERT

STATE OF ALABAMA)
)
COUNTY OF SHELBY)

I, the undersigned, hereby certify that Clem D. Burch, 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 the Articles of Organization, that he executed the same voluntarily on the day that bears the same date.

Sworn to and subscribed to me on this 25th day of August 2010



Notary Public
My Commission Expires: December 22, 2010

This instrument prepared by:

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