

**STATE OF ALABAMA
IN THE COUNTY OF SHELBY**

**ARTICLES OF ORGANIZATION

OF

LIVINGSRING, L.L.C.**

We the undersigned, pursuant to the Alabama Limited Liability Company Act, hereby, adopt the following Articles of Organization for a limited liability company:

ARTICLE I

NAME

The name of the limited liability company is LIVINGSRING, L.L.C. (the "Company").

ARTICLE II

DURATION

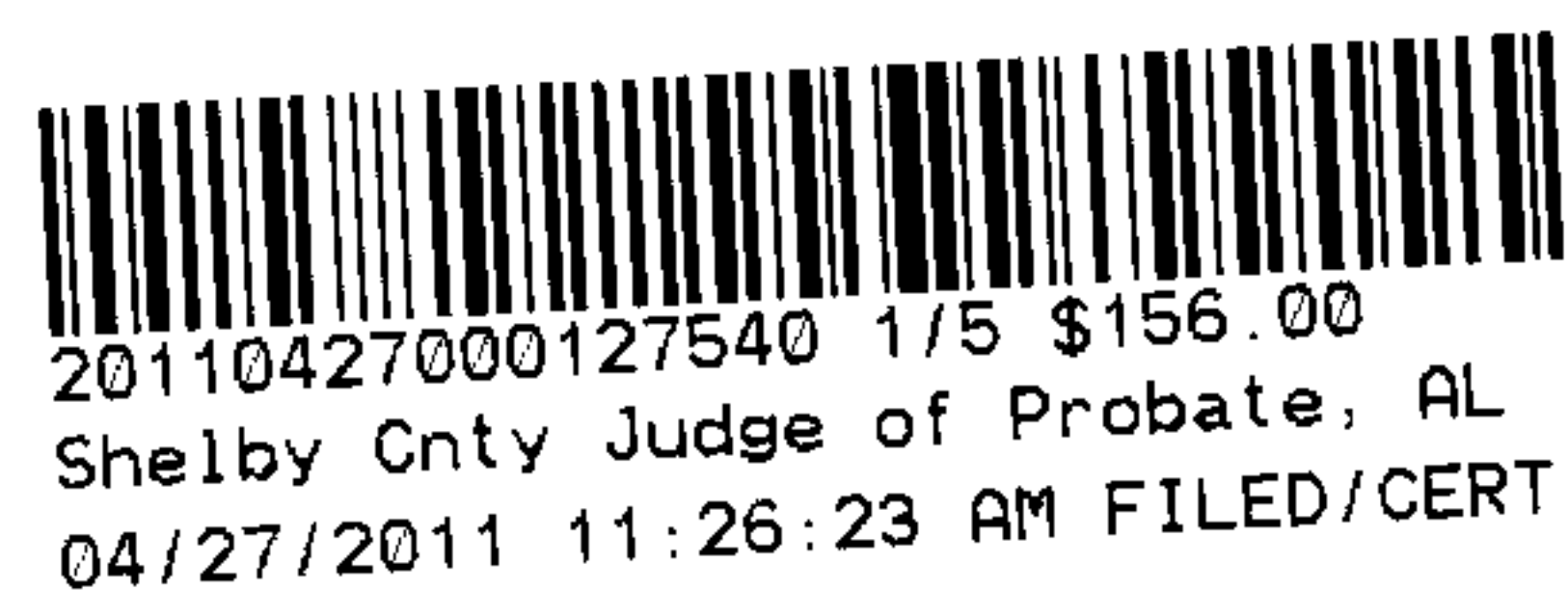
The Company's period of duration shall be perpetual.

ARTICLE III

PURPOSE

The Company is organized for the following purposes:

- a. to purchase, otherwise acquire, hold and sell for investment purposes real and personal property and make other real and personal (or mixed) property investments, of every character and nature and wherever situated, as the members shall determine;
- b. to purchase, otherwise acquire, sell, hold out for sale and supply tropical foods, products and other items as a retail, convenience store or wholesale outlet.
- d. to borrow money and issue notes and other evidences of indebtedness, and to secure the payment or performance of its obligations by mortgage, deeds of trust, pledge, or otherwise; to lend money with or without security, including but not limited to the security of mortgages, deeds of trust, pledges, or other hypothecations of real



and personal property;

- e. to draw, make, accept, endorse, discount, execute or issue promissory notes, drafts, bills of exchange, warrants, and other negotiable or transferable instruments;
- f. to enter into and make, perform and carry contracts of every kind and description made for lawful purposes, without limit as to amount, with any person, firm, association, limited liability company, or corporation, either public or private;
- g. to have one or more offices and to carry on all or any of the objects and purposes herein enumerated, and to conduct the business of the Company in any of the United States of America, the District of Columbia, the territories of the United States, and foreign countries;
- h. to do business under fictitious or assumed names; to act as agent or principal; to become a member of a limited liability company, joint venture, association, general or limited partnership, trust, or any other form of business organization, or stockholder in a corporation, by purchase, investment, affiliation or otherwise; and
- i. to carry on any other lawful business permitted by Alabama law and to perform all acts in furtherance thereof.

ARTICLE IV

REGISTERED AGENT

The location and street address of the initial registered office of the company shall be 200 OLD BROOK COURT , BIRMINGHAM. AL 35242 and the name of the registered agent at such address shall be CHRISTY IWUABA

ARTICLE V

INITIAL MEMBERS

The names and addresses of the initial members of the company are as follows:

Gabriel Iwuaba	200 Old Brook Court, Birmingham, AL 35242
Christy Iwuaba	200 Old Brook Court, Birmingham, AL 35242
Uche Iwuaba	200 Old Brook Court, Birmingham, AL 35242
Kelechi Iwuaba	200 Old Brook Court, Birmingham, AL 35242
Chinedu Iwuaba	200 Old Brook Court, Birmingham, AL 35242
Chingor Iwuaba	200 Old Brook Court, Birmingham AL 35242 .



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ARTICLE VI

ADDITIONAL MEMBERS

Additional members may be admitted by the members as provided in the Operating Agreement.

ARTICLE VII

MANAGEMENT

The Company shall be managed by one or more managers. The names and addresses of the managers who shall serve until the first annual meeting of members or until their respective successor is elected and qualified are:

Gabriel Iwuaba
Christy Iwuaba

200 Old Brook Court, Birmingham, AL 35242
200 Old Brook Court, Birmingham, AL 35242

ARTICLE VIII

INDEMNITY

1. Right to Indemnity. Every person who is a party, or is threatened to be made a party or is involved in any action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he or a person to whom he is the legal representative is or was a manager of the Company, or is or was serving at the request of the Company as a manager of another limited liability company, or as director, officer, or representative in a corporation, partnership, joint venture, trust, or other enterprise, shall be indemnified and held harmless to the fullest extent legally permissible under the laws of the State of Alabama from time to time against all expenses, liability, and loss (including attorneys' fees, judgments, fines, and amounts paid or to be paid in settlement) reasonably incurred or suffered by him in connection therewith. Such right of indemnification shall not be exclusive of any other right which such managers, members or representatives may have or hereafter acquire, and without limiting the generality of such statement, they shall be entitled to their respective rights of indemnification under any operating agreement or they shall be entitled to their respective rights of indemnification under any operating agreement or other agreement, vote of members, provision of law, or otherwise, as well as their rights under this Article.



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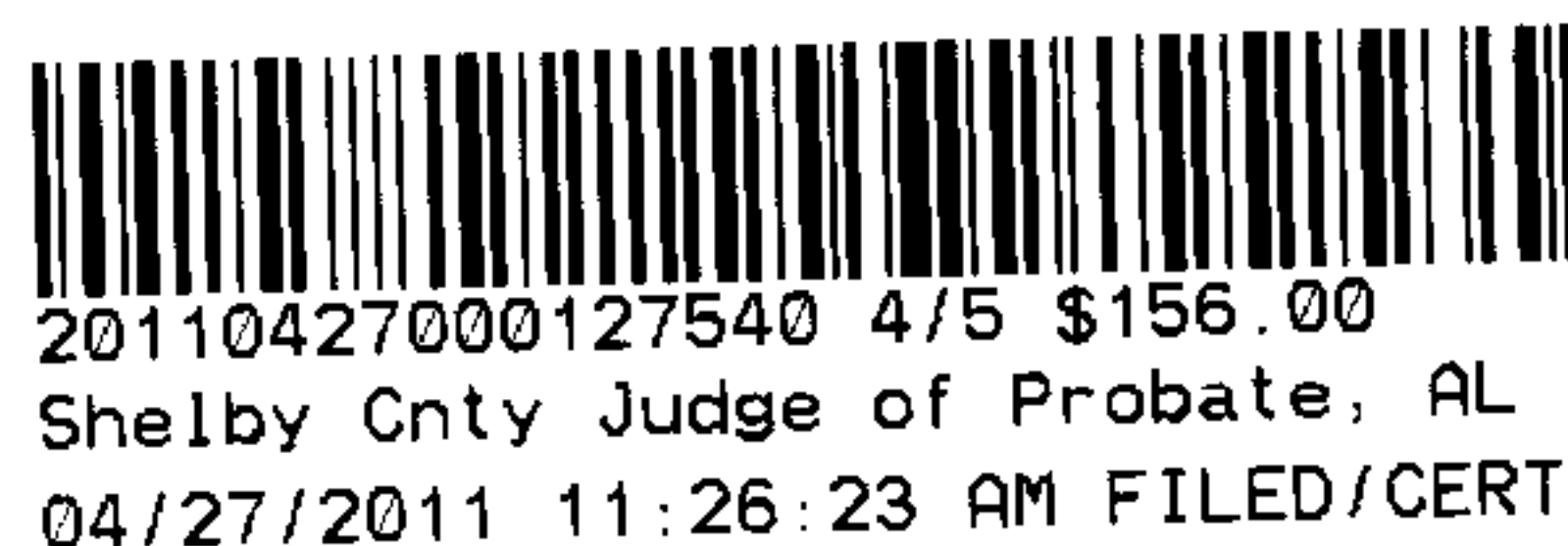
- b. Expenses Advanced. Expenses of the manager and members incurred in defending a civil or criminal action, suit or proceeding by reason of any act or omission of such manager or members acting as a manager or member shall be paid by the Company as they are incurred and in advance of the final disposition of the action, suit or proceeding, upon receipt of any undertaking by or on behalf of the manager or member to repay the amount if it is ultimately determined by a court of competent jurisdiction that he is not entitled to be indemnified by the Company.
- c. Operating Agreement; Insurance. Without limiting the application of the foregoing, the members may adopt a provision in the operating agreement from time to time with respect to indemnification, to provide at all times the fullest indemnification permitted by the laws of the State of Alabama, and may cause the Company to purchase and maintain insurance or make other financial arrangements on behalf of any person who is a manager or member of the Company, or who is or was serving at the request of the Company as a member or manager of another limited liability company, or as its representative in a corporation, partnership, joint venture, trust, or other enterprise against any liability asserted against such person and incurred in any capacity or arising out of such status, to the fullest extent permitted by the laws of the State of Alabama, whether or not the Company would have the power to indemnify such person.

The indemnification and advancement of expenses provided in this Article shall continue for a person who has ceased to be a member, a manager, employee or agent, and insures to the benefit of the heirs, executors and administrators of such a person.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Organization on this 27th day of April, 2011.

Christy Iwuaba

CHRISTY IWUABA



Beth Chapman
Secretary of State



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P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, Beth Chapman, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that

Pursuant to the provisions of Title 10A, Chapter 1, Article 5, Code of Alabama 1975, and upon an examination of the entity records on file in this office, the following entity name is reserved as available:

LIVINGSRING, L.L.C.

This domestic limited liability company name is proposed to be formed in Shelby County and is for the exclusive use of CHRISTY IWUABA, 200 OLD BROOK COURT, BIRMINGHAM, AL 35242 for a period of one hundred twenty days beginning April 13, 2011 and expiring August 12, 2011

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.



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Date April 13, 2011

Beth Chapman Secretary of State