

STATE OF ALABAMA

SHELBY COUNTY


20120301000073190 1/4 \$156.00
Shelby Cnty Judge of Probate, AL
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ARTICLES OF ORGANIZATION
OF
BETWEEN COLLECTION L.L.C.

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Articles of Organization with the probate judge of the county in which the initial registered office of the limited liability company will be located and affirm that the facts stated in the Articles of Organization are true and correct.

ARTICLE I

NAME OF COMPANY: The name of the limited liability company is
BETWEEN COLLECTION, LLC

ARTICLE II

DURATION: The period of duration of BETWEEN COLLECTION shall be from the date of filing of these Articles of Organization with the Office of the Probate Judge for Shelby County, Alabama until the first to occur of the following:

- (1) Fifty (50) years from the date of filing of these Articles of Organization; or
- (2) Dissolution of the Company pursuant to the provisions of the laws of the State of Alabama or the Operating Agreement of BETWEEN COLLECTION, as in effect from time to time.

ARTICLE III

PURPOSES: The purpose for which BETWEEN COLLECTION is organized is to manufacture and resell clothing. Additionally, BETWEEN COLLECTION may enter into any business area or endeavor authorized under the laws of the State of Alabama.

ARTICLE IV

REGISTERED OFFICE AND AGEND FOR SERVICE OF PROCESS: The location and mailing address of the initial registered office of BETWEEN COLLECTION shall be 100 Croft Street, Birmingham, AL 35242. The name of the initial registered agent for service of process at the foregoing address shall be Ashley Hutto Eiler.

ARTICLE V

INITIAL MEMBER: The name and mailing addresses of the initial members of BETWEEN COLLECTION is as follows:

<u>Name</u>	<u>Mailing Address</u>
Ashley H. Eiler	HOME: 213 Ledge Circle Birmingham, AL 35242 Business: 100 Croft St Birmingham, AL 35242

ARTICLE VI

ADDITIONAL MEMBERS: Additional members may be admitted but only upon the unanimous written consent of the then existing member, as further provided in the BETWEEN COLLECTION's Operating Agreement, as in effect from time to time.

ARTICLE VII

CONTINUITY OF BUSINESS: Upon the death, bankruptcy or dissolution of the member, or the occurrence of any other event which terminates the continued membership of a member in BETWEEN COLLECTION, the business of BETWEEN COLLECTION shall not be continued and the BETWEEN COLLECTION shall be dissolved.

ARTICLE VIII

MANAGEMENT: BETWEEN COLLECTION shall be managed by a manager. The name and mailing address of the manager is as follows:

<u>Name</u>	<u>Mailing Address</u>
Ashley H. Eiler	HOME: 213 Ledge Circle Birmigham, AL 35242 BUSINESS ADDRESS:



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100 Croft Street
Birmingham, AL 35242

ARTICLE IX

NO LIABILITY: The member of Between Collection shall have no liability for any debt, obligation, or other liability of the Between Collection, as provided in the Alabama Limited Liability Company Act.

ARTICLE X

PRINCIPAL PLACE OF BUSINESS: The principal place of business in the State of Alabama for Between Collection is 100 Croft Street, Birmingham, AL 35242.

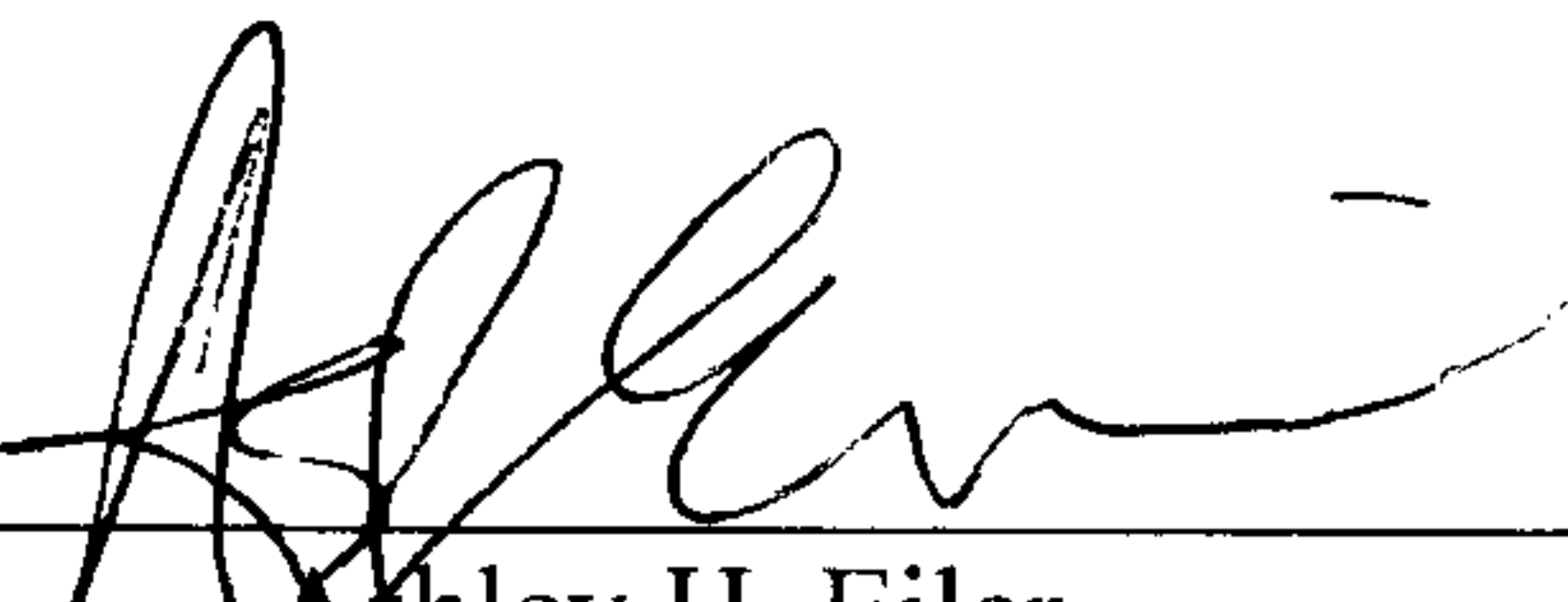
ARTICLE XI

CAPITAL CONTRIBUTIONS: Certain amounts of cash are being contributed to Between Collection, as prescribed by Between Collection Operating Agreement.

ARTICLE XII

ADDITIONAL CONTRIBUTIONS: Additional contributions, if any, and the times at which, or the events of the happening of which, such additional contributions shall be made shall be as agreed to by the member of Between Collection in accordance with Between Collection's Operating Agreement, as in effect from time to time.

IN WITNESS WHEREOF, the undersigned, constituting all the members of Between Collection, have executed these Articles of Organization this the 28th day of February 2012.



Ashley H. Eiler

prepared by:
Ashley Eiler
100 Croft St.
Bham, AL 35242



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Beth Chapman
Secretary of State

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

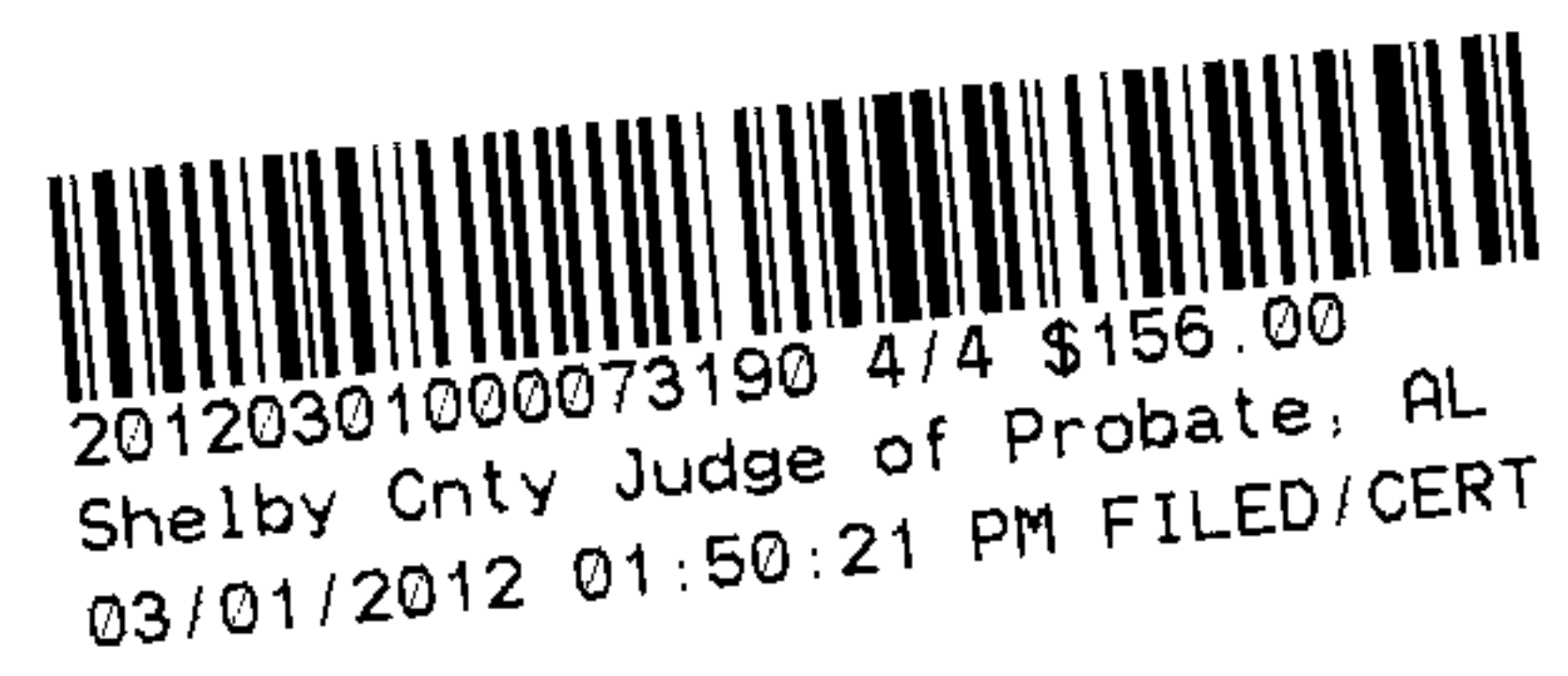
STATE OF ALABAMA

**I, Beth Chapman, Secretary of 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:

Be{tween} Collection LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Ashley Eiler, 100 Croft Street, Birmingham, AL 35242
for a period of one hundred twenty days beginning March 1, 2012 and expiring
June 29, 2012.



**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.**

March 1, 2012

Date

A handwritten signature in cursive script that reads "Beth Chapman".

598-217

Beth Chapman

Secretary of State