


STATE OF ALABAMA)
JEFFERSON COUNTY)


20130118000026640 1/3 \$156.00
Shelby Cnty Judge of Probate, AL
01/18/2013 02:21:20 PM FILED/CERT

**ARTICLES OF ORGANIZATION
OF
PANDA ENTERPRISES, L.L.C.**

We, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the Limited Liability Company is Panda Enterprises, L.L.C.

The Limited Liability Company shall continue in existence until it is dissolved in accordance with the provisions of the operating agreement, or, if there is no operating agreement or no provision in the operating agreement governing the duration of the Company, then in accordance with the Alabama Limited Liability Company Act.

3. The purpose for which this Limited Liability Company is organized is:

To engage in the business of buying and selling men's and women's clothing, to operate an on-line website for same purposes, and to engage in the transaction of any or all lawful business for which Limited Liability Companies may be organized under the laws of the State of Alabama.

4. The location and mailing address of the initial registered office shall be: 1037 Inverness Cove Way, Birmingham, Alabama 35242, and the name of the initial registered agent at said address shall be Amanda B. Inman.

5. The names and mailing addresses of the initial members of the Limited Liability Company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Amanda B. Inman	1037 Inverness Cove Way Birmingham, Alabama 35242
Patrick M. Inman	1037 Inverness Cove Way Birmingham, Alabama 35242

6. The members of the Limited Liability Company shall have the right to admit additional members to the Limited Liability Company upon the unanimous consent of all the members of the Limited Liability Company.

7. The remaining members of the Limited Liability Company shall have the right to continue the legal existence and business

of the Limited Liability Company after an event of disassociation terminates the continued membership of a member in the Limited Liability Company if: (i) there is at least one remaining member, and (ii) the legal existence and business of the Limited Liability Company is continued by the written consent of a majority in interest of the remaining members within 90 days after the occurrence of the event of disassociation. For the purposes of this provision, a majority in interest of the remaining members means interests of one or more remaining members which, when taken together, exceeds fifty percent (50%) of the capital interests and fifty percent (50%) of the profits interests of the remaining members.

8. The Limited Liability Company shall be managed by one or more of its members who shall serve as a Manager.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this 15th day of January, 2013.




Amanda B. Inman



Patrick M. Inman

This instrument was prepared by:
Joshua C. Snable, Attorney
OF COUNSEL:
SNABLE, CHANEY & SNABLE, LLC
2112 11th Avenue South, Suite 528
Birmingham, Alabama 35205



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Beth Chapman
Secretary of State

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

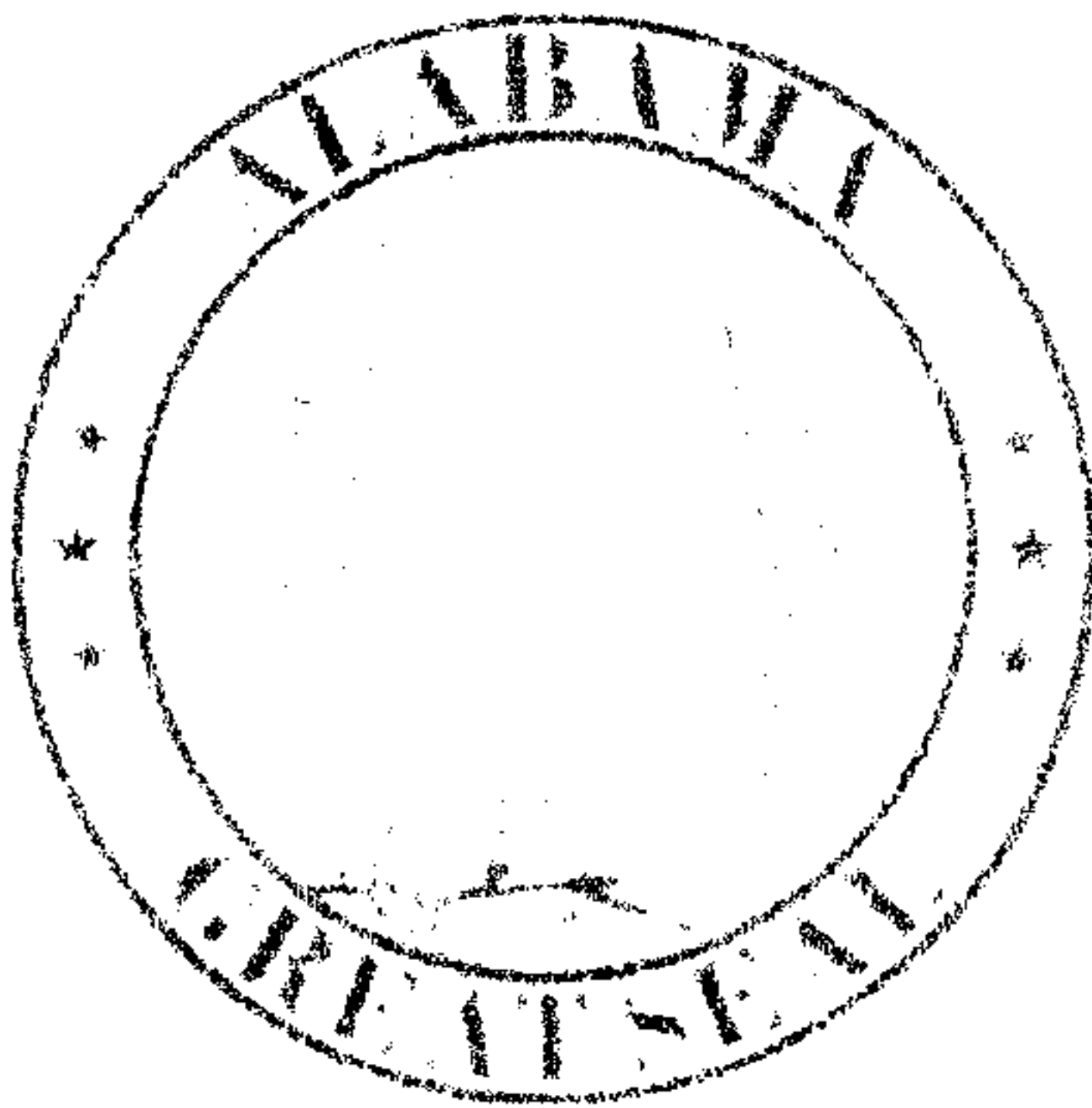
STATE OF ALABAMA

**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:

Panda Enterprises, LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Amanda Inman, 1037 Inverness Cove Way,
Birmingham, AL 35242 for a period of one hundred twenty days beginning
January 15, 2013 and expiring May 16, 2013.



**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.**

January 15, 2013

Date

Beth Chapman

Beth Chapman

Secretary of State

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