

STATE OF ALABAMA)
SHELBY COUNTY)


20130710000281410 1/6 \$156.00
Shelby Cnty Judge of Probate, AL
07/10/2013 11:47:13 AM FILED/CERT

ARTICLES OF ORGANIZATION

OF

CLICK · MCGHEE LLC

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the “Alabama Limited Liability Company Act”, herein referred to as the “Act”), hereby filed 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 these Articles of Organization are true and correct:

ARTICLE I

NAME OF COMPANY: The name of the limited liability company is **CLICK · MCGHEE LLC**.

DURATION: The period of duration of the Company shall be from the date of the filing of these Articles of Organization with the Office of the Judge of Probate for Shelby County,

- (a) the written consent of the Members to dissolve the Company pursuant to the Operating Agreement;
- (b) the occurrence of an event of dissociation of a Member specified under the Act, unless the legal existence and business of the Company is continued pursuant to the Act and the Operating Agreement;
- (c) the Company merges or consolidates with one or more entities and is not the survivor of such merger or consolidation; or
- (d) the entry of a decree of judicial dissolution under the Act.

ARTICLE II

PURPOSE: The Company has been organized to consult and/or market for other entities, organizations, etc., which may need consulting and marketing and to transact any other lawful business for which a limited liability company may be formed under the Act. Additionally, the Company shall have all powers vested in a limited liability company organized and existing by virtue of the law of the State of Alabama.

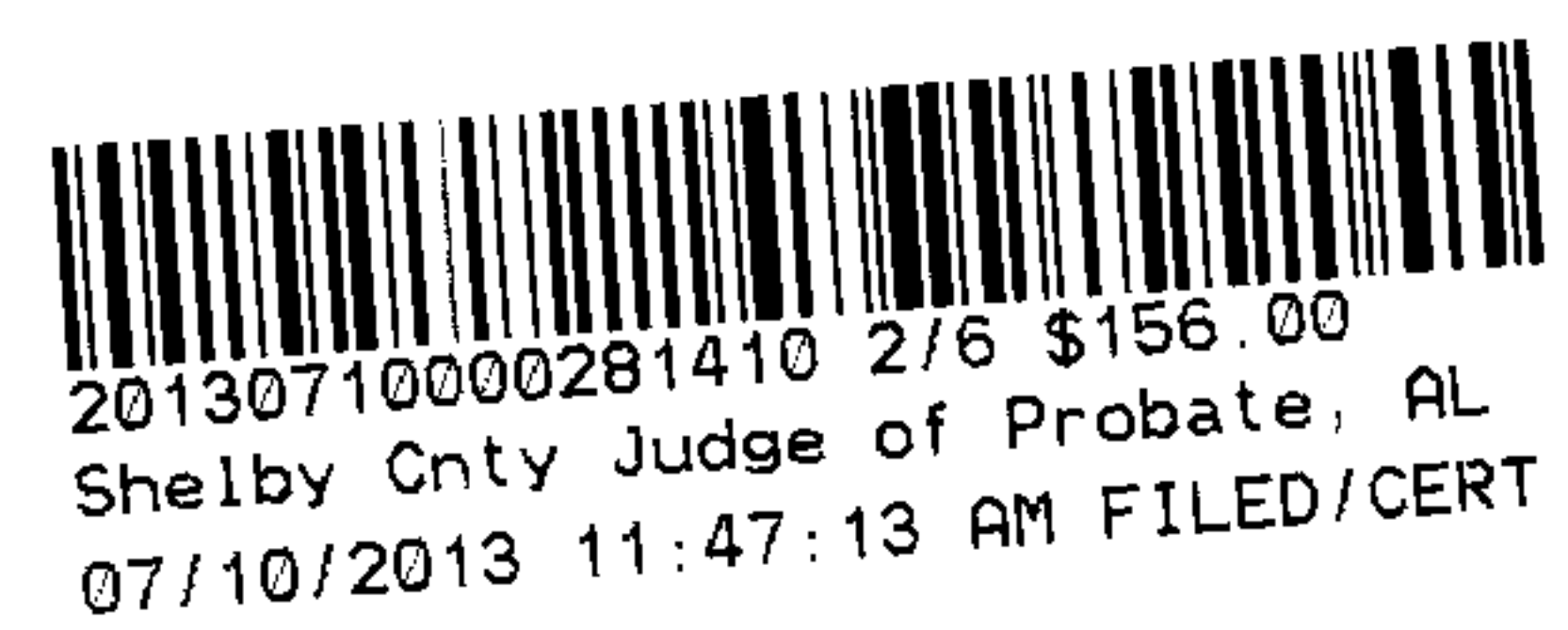
ARTICLE III

POWERS: The Company shall have and may exercise all power and authority to do all things necessary or convenient to carry out its business and affairs, including, without limitation the following:

- (a) To sue and be sued, company and defend, it its name.
- (b) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property, or an interest in it,

Wherever situated.

- (c) To sell, convey, mortgage, encumber, pledge, lease, exchange, transfer and otherwise dispose of all or any part of its property and assets.
- (d) To lend money to and otherwise assist its members.
- (e) To purchase, take, receive, subscribe for or otherwise acquire, own hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in with shares or other interests in or obligations of domestic us and deal in and with shares or other interests in or obligations of domestic or foreign limited liability companies; domestic or foreign corporation, associations, general or limited partnerships or direct or indirect obligations of the United States or of any government, state, territory, governmental district or municipality, or of any instrumentality thereof,
- (f) To make contracts, guarantees and indemnity agreements and incur liabilities; borrow money at those rates of interests as the Company may determine, issue its notes, bond and other obligations; and secure any of its property, franchises or income; make contracts of guaranty and surety ship which are necessary or convenient to the conduct, promotion or attainment of the business of the contracting company, or any interest therein, not inconsistent with the provisions of the Constitution of Alabama as it may be amended from time to time.
- (g) To lend money for any lawful purpose, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (h) To conduct its business, carry on its operations, and have and exercise the powers granted by herein in any state, territory, district or possession of the United States, or in any foreign country.
- (i) To elect or appoint managers and agents of the Company, and define their duties and fix their compensation.
- (j) To make and alter the Operating Agreement, not inconsistent with these Articles of Organization of with the laws of this State, for the administration and regulation of the affairs of the Company.
- (k) To make donations for the public welfare or for charitable, scientific or educational purposes.
- (l) To transact any lawful business which the managers or members find with be in aid of governmental policy.
- (m) To pay pensions and establish pension plans, pension trusts, profit-sharing plans and other incentive plans for any or all of its managers, employees, former managers or former employees.
- (n) To indemnify a member, manager or employee, or former member, manager or employee of the Company against expenses actually and reasonably incurred in connection with the defense of an action ,suit, or proceeding, civil or criminal, in which the member, manager or employee is made a party by reason of being or having been a member, manager or employee of the Company, except in relation to matters as to which the member, manager or employee is determined in the action, suit or proceeding to be liable for negligence or misconduct in the performance of duty; to make any other indemnification that is authorized by those Articles of Organization, the Operating Agreement or by a resolution



adopted by the members after notice (unless notice is waived); to purchase and maintain insurance on behalf of any person who is or was a member, manager or the member, manager or employee in any capacity or arising out the member's manager's or employee's status as such, whether or not the Company would have the power to indemnify the member, manager or employee against that liability under the provisions of this subsection.

- (o) To cease its activities.
- (p) To have and exercise all powers necessary or convenient to affect any or all of the purposes for which the Company is organized.
- (q) To become a member of a general partnership, limited partnership, joint venture or similar association, or any other limited liability company.
- (r) To be a promoter, incorporator, general partner, limited partner, member associate, or manger of any corporation, partnership, limited partnership, Limited Liability Company, joint venture, trust or other enterprise.
- (s) To render professional services, if each member or employee who renders professional services in Alabama is licensed or registered to render those professional services pursuant to applicable Alabama law and if the Company complies with the limitations of Section 10-12-45 the Code of Alabama, as amended.

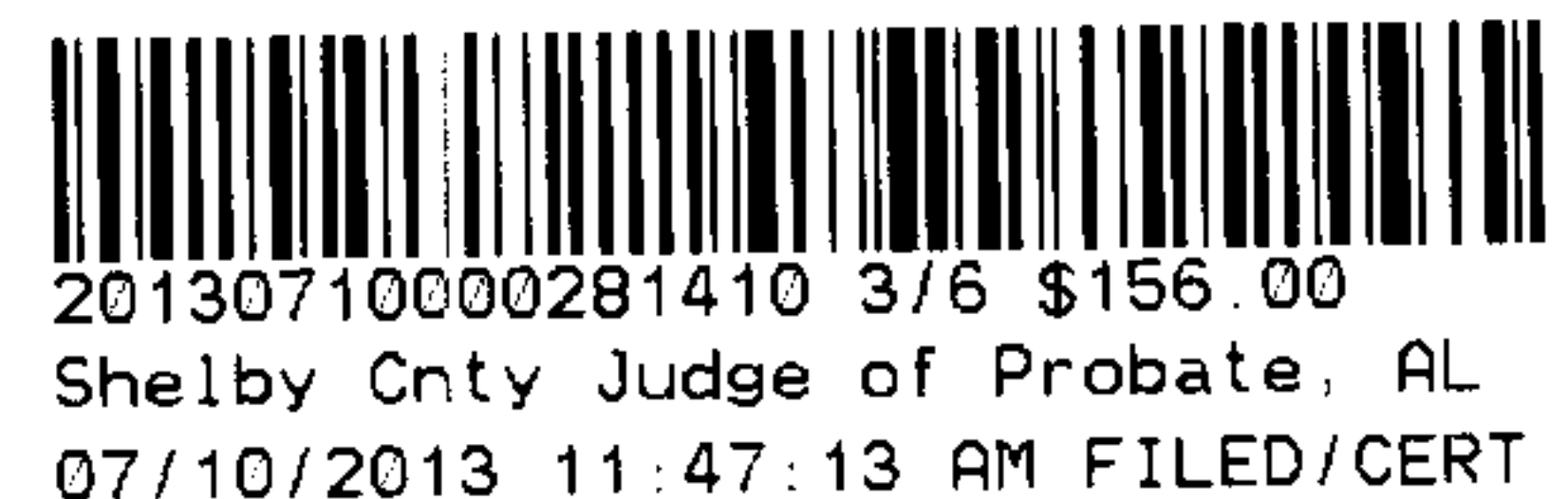
ARTICLE III

REGISTERED OFFICE AND AGENT FOR SERVICE OF PROCESS: The location and mailing address of the initial registered office of the Company be:

MAJOR CLICK
1502 Morning Sun Circle
Birmingham, Alabama 35242

The initial registered agent for service of process at the foregoing address shall be:

AMY MCGHEE
117 Wicker Way
Daphne, Alabama 36526



ARTICLE IV

INITIAL MEMBERS: The names and mailing addresses off the initial members of the Company are as follows:

AMY MCGHEE
117 Wicker Way
Daphne, Alabama 36526

MAJOR CLICK
1502 Morning Sun Circle
Birmingham, Alabama 35242

ARTICLE V

ADDITIONAL MEMBERS: Additional members may be admitted by election of the owner and operator and however she may deem fit and proper to add additional members.

ARTICLE VI

CONTINUITY OF BUSINESS: The business shall be perpetual unless a death of a member occurs. In this case, a 60 day period would allow the remaining members to vote for continuance of the company.

ARTICLE VII

MANAGEMENT: The members of the Company reserve entirely the right to exercise the powers of the Company, and to manage the business and affairs of the Company.

ARTICLE VIII

NO LIABILITY: The members of the Company shall have no liability for any debt, obligation or liability of the Company, as provided in the Act.

ARTICLE IX

SUBSEQUENTLY ADOPTED LAWS: Any and every statute of the State of Alabama hereafter enacted whereby the rights, powers and privileges of the holders of the membership interests or managers of limited liability companies organized under the general laws of the State of Alabama are increased, diminished or in any way affected, or whereby effect is given to the action taken by any part but less than all of the holders of membership interests or managers of any such limited liability company, shall apply to this Company and to every manager and holder of membership interests thereof, to the same extent as if such statute had been in force at the date of the making and filing of these Articles of Organization.

ARTICLE X

PRINCIPAL PLACE OF BUSINESS: The principal place of business in the State of Alabama for the Company is:

CLICK · MCGHEE LLC

1502 Morning Sun Circle
Birmingham, Alabama
35242



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IN WITNESS WHEREOF, the undersigned constituting all the members of the Company, have executed these Articles of Organization on this the ___ day of 28, 2013.

Amy McGhee
AMY MCGHEE

Major Click
MAJOR CLICK

STATE OF ALABAMA)
)
SHELBY COUNTY)

I, the undersigned authority, a Notary Public in and for said County and State, hereby certify that Click · McGhee LLC whose names as members of CLICK · MCGHEE LLC and who is known to me, acknowledged that, being informed of the contents of this instrument, they executed the same voluntarily in their capacity as such member on the day the same bears date.

Given under my hand and seal on this the 28 day of June, 2013.

[Signature]
NOTARY PUBLIC
My Commission Expires: 6/17/18


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Beth Chapman
Secretary of State

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

STATE OF ALABAMA

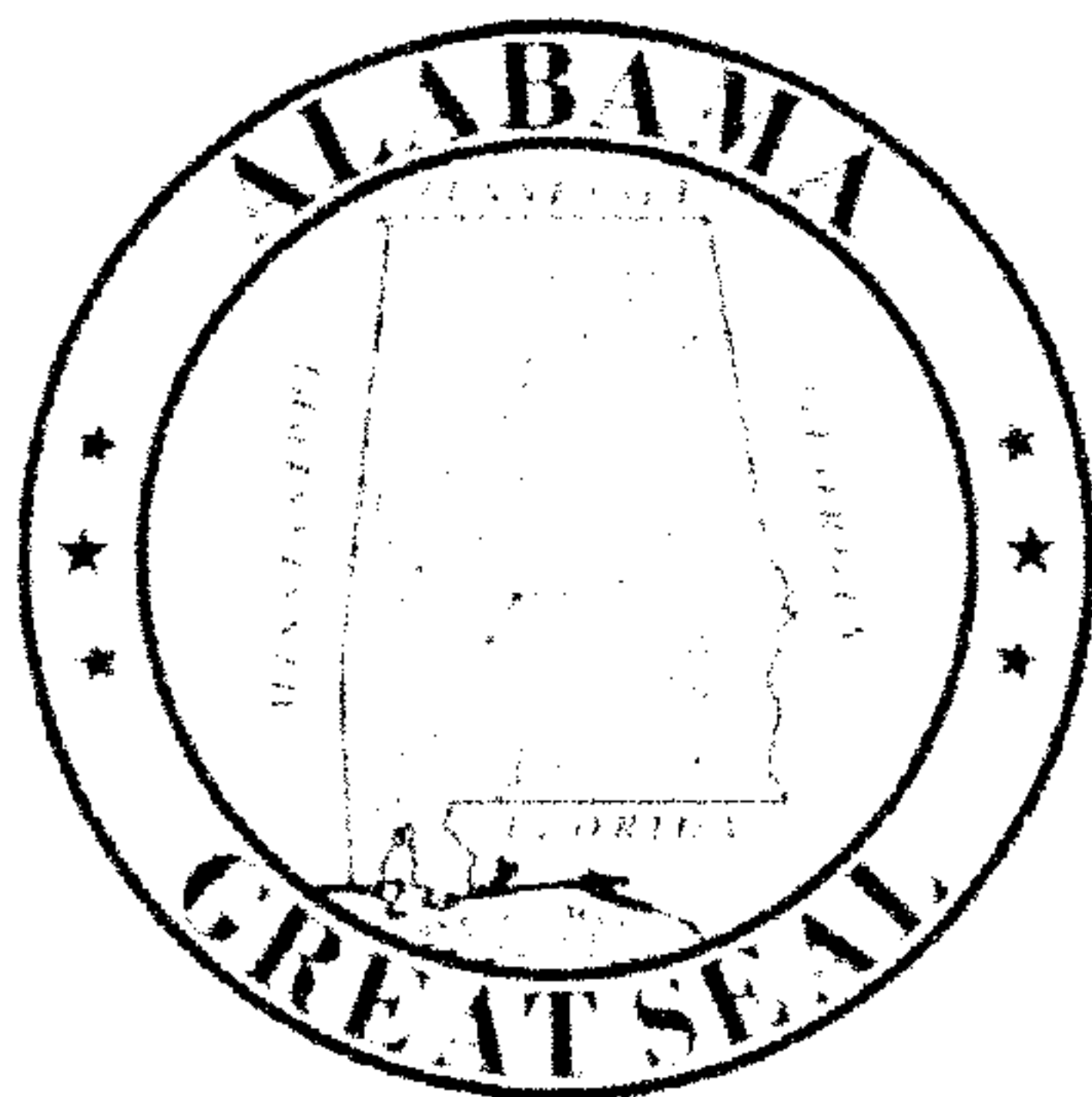
**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

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:

Click McGhee LLC

This domestic limited liability company is proposed to be formed in Alabama and
is for the exclusive use of Major Click, 1502 Morning Sun Circle, Birmingham,
AL 35242 for a period of one hundred twenty days beginning June 25, 2013 and
expiring October 24, 2013.


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**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.**

June 25, 2013

Date

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

Beth Chapman

Secretary of State