# ARTICLES OF ORGANIZATION FOR ANN MAJCHER CONSULTING COMPANY, L.L.C.

The undersigned, desiring to become a LIMITED LIABILITY COMPANY, do hereby file the following Articles of Organization pursuant to the laws of the State of Alabama, and do hereby make and subscribe our names to these Articles of Organization.

#### **ARTICLE I**

#### **NAME**

The name of the limited liability company shall be ANN MAJCHER CONSULTING COMPANY, L.L.C. (the "Company").

#### ARTICLE II

#### **DURATION**

The term for which the Company is to exist shall commence on the date these Articles of Organization are filed in the Office of the Judge of Probate of Shelby County, Alabama and shall continue perpetually thereafter; provided, however, that the Company may be dissolved prior to such date (a) upon the written consent of all members, (b) as provided in the Operating Agreement, (c) as may be required by the Alabama Limited Liability Company Act.

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#### **ARTICLE III**

#### **PURPOSE**

The Company is formed to transact any and all lawful business for which a limited liability company may be organized under the Alabama Limited Liability Company Act, including, but not limited to, to provide general business consultation services for the production of income and profit, and to engage in any and all activities related or incidental to the business of the Company.

#### ARTICLE IV

#### LOCATION OF REGISTERED OFFICE

The initial registered office of the Company shall be at 208 Hawthorn Street, Birmingham, Alabama 35242, and the name of the initial registered agent at such address shall be ANN MAJCHER.

#### ARTICLE V

#### **MEMBERS**

The names and addresses of the initial Members of the Company are:

MEMBER'S NAME

**ADDRESS** 

ANN MAJCHER

208 Hawthorn Street Birmingham, AL 35242

#### **ARTICLE VI**

#### ADDITIONAL MEMBERS

The Members reserve the right to admit additional Members upon the unanimous agreement of the Members as to the admission of, and the amount and nature of consideration to be paid by, such new Members, and subject to the terms and conditions of the Company's Operating Agreement.

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#### ARTICLE VII

#### OPERATING AGREEMENT

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the Alabama Limited Liability Company Act or these Articles of Organization.

#### **ARTICLE VIII**

#### CONTINUATION UPON WITHDRAWAL OF MEMBER

The Members shall have the right to continue the Company upon the death, retirement, expulsion, bankruptcy or dissolution of a Member or occurrence of any event which terminates the continued membership of a Member in the Company (collectively, "Withdrawal"), as long as there is at least one remaining Member, and the remaining Members agree to continue the Company by unanimous written consent within ninety (90) days after the Withdrawal of a Member, as set forth in the Operating Agreement of the Company.

#### **ARTICLE IX**

#### LIABILITIES OF MEMBERS AND MANAGERS

Members and managers of the Company are not liable under a judgment, decree or order of a court, or in any manner, for a debt, obligation or liability of the Company.

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### STATE OF ALABAMA COUNTY OF Juscaloosa

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that ANN MAJCHER, whose name is signed to the foregoing instrument and who is known to me, acknowledged before me on this day that, being informed of the contents of the instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this, the 10 day of 1000 day of 2013.

NOTARY PUBLIC

My Commission Expires: <u>B/12/20/3</u>

THIS INSTRUMENT WAS PREPARED BY:

Joel F. Dorroh
DORROH & ASSOCIATES, P.C.
1800 McFarland Boulevard, North, Suite 180
Tuscaloosa, AL 35406
(205) 345-2800

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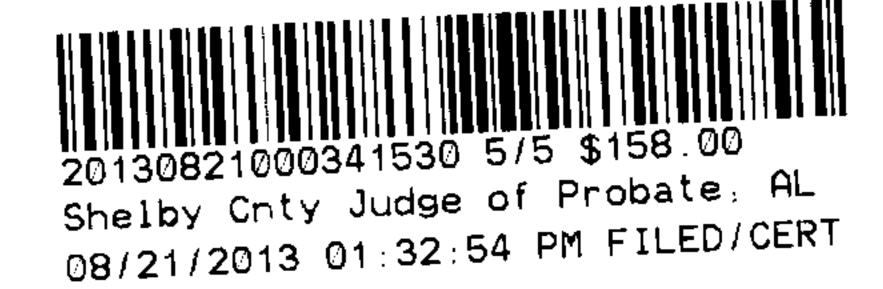
## STATE OF ALABAMA

I, Jim Bennett, 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:

Ann Majcher Consulting Company, L.L.C.

This name reservation is for the exclusive use of Joel F. Dorroh, 1800 McFarland Blvd.N., Ste. 180, Tuscaloosa, AL 35406 for a period of one year beginning August 19, 2013 and expiring August 19, 2014



RES634203

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.

August 19, 2013

Date

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Jim Bennett

**Secretary of State**