

STATE OF ALABAMA

SHELBY COUNTY

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ss.



20131009000404490 1/5 \$158.00
Shelby Cnty Judge of Probate, AL
10/09/2013 08:29:54 AM FILED/CERT

**ARTICLES OF ORGANIZATION
OF
A HOUSEWIFE'S KITCHEN, L.L.C.**

The undersigned, desiring to form a limited liability company pursuant to the provisions of Act No. 93-724 of the 1993 Alabama Legislature, known as the Alabama Limited Liability Company Act, for the purposes hereinafter stated, does hereby adopt the following Limited Liability Company Articles of Organization:

ARTICLE I

NAME OF COMPANY: The name of the limited liability company shall be **A Housewife's Kitchen, L.L.C.**

ARTICLE II

DURATION: The existence of the limited liability company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue for a period of thirty (30) years; provided, however, that the limited liability company shall be dissolved prior to such date: (a) upon the written consent of all of the members; (b) as provided in the Operating Agreement of the limited liability company; or (c) as may be required by the Alabama Limited Liability Company Act, as the same may be amended from time to time.

ARTICLE III

PURPOSES: This limited liability company is formed primarily for the purposes of owning and operating a catering and food services business; and further for the purpose of transacting any or all lawful business for which limited liability companies may be formed under the Alabama Limited Liability Company Act, as from time to time amended.

ARTICLE IV

REGISTERED OFFICE AND AGENT: The location and mailing address of the limited liability company's initial registered office is 7450 Dunnivant Valley Road,

Leeds, AL 35094. The name of the limited liability company's initial registered agent at such address is Regina Newsome.

ARTICLE V

MEMBERSHIP:

1. Initial Membership. The name and address of the initial member of the limited liability company are:

<u>Name</u>	<u>Address</u>
Regina Newsome	7450 Dunnavant Valley Road Leeds, AL 35094

2. Additional Members. Additional members may be admitted upon approval by members holding at least eighty-five percent (85%) of the ownership interests in accordance with such other terms, conditions, and procedures as may be imposed from time to time in the Operating Agreement of the limited liability company.

ARTICLE VI

CONTINUATION OF BUSINESS: Upon the occurrence of an event of dissociation, which results in one or more members being terminated from membership, the remaining members shall have the right to continue the business of the limited liability company upon an affirmative vote by the members.

ARTICLE VII

MANAGEMENT: The management of the limited liability company shall be vested in its Manager. The name and address of the person who shall serve as manager until the first annual meeting of the members, or until his successor is elected and qualified, are:

<u>Name</u>	<u>Address</u>
Regina Newsome	7450 Dunnavant Valley Road Leeds, AL 35094

ARTICLE VIII

POWERS: The limited liability company shall have all powers given to limited liability companies by the Alabama Limited Liability Company Act and such other acts or laws as may be applicable to limited liability companies in the State of Alabama and such other jurisdictions in which this limited liability company may be doing business.

ARTICLE IX

POWER OF ATTORNEY: Each member, including new members who may be admitted from time to time hereafter, by the execution of these Articles of Organization, or an amendment hereto, irrevocably constitutes and appoints the manager of this limited liability company as his true and lawful attorney-in-fact with full power and authority in his name, place, and stead to execute, acknowledge, deliver, swear to, file, and record at the appropriate public offices, such documents as may be necessary or appropriate to carry out the provisions of these Articles of Organization and the Operating Agreement of this limited liability company, including, but not limited to:

(a) All certificates and other instruments (including counterparts hereof), and any amendment thereof that the manager deems appropriate to form, qualify, or continue the company as a limited liability company in the jurisdictions in which the company may conduct business or in which such formation, qualification, or continuation is, in the opinion of the manager, necessary to protect the limited liability of the members.

(b) All amendments to these Articles of Organization adopted in accordance with the terms hereof (but not by a vote using the power of attorney) and all instruments that the manager deems appropriate to reflect a change or modification in accordance with the terms of these Articles of Organization or the Operating Agreement, including documents concerning the admission of additional members pursuant to Article V hereof.

(c) All conveyances and other instruments that the manager deems appropriate to reflect the dissolution and termination of the company.

This power of attorney may be exercised by the manager, acting for each member, or by listing all of the members and executing any instrument with the signatures of the manager as attorney-in-fact for all of them.

This appointment by all members of the manager as attorney-in-fact shall be deemed to be a power coupled with an interest, in recognition of the fact that each member under these Articles of Organization shall be relying upon the power of the manager to act as contemplated by these Articles of Organization and the Operating Agreement and any filing in any other action on behalf of the company, and shall survive the incapacity of any person hereby giving the power and the transfer or assignment of this interest. The foregoing power of attorney of a member shall survive each transfer

only until such time as the transferee shall have been admitted to the company as a new member and all required documents and instruments shall have been duly executed, filed, and recorded to effect a substitution of membership.

IN WITNESS WHEREOF, the undersigned, being the initial member of this limited liability company, has hereunto set her hand and seal on the 3rd day of October, 2013.

Regina Newsome
Regina Newsome, Member

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I, the undersigned authority, a notary public, hereby certify that Regina Newsome, 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 foregoing instrument, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal on this the 3rd day of October, 2013.

[Signature]
Notary Public
My Commission Expires: 7/28/14

THIS INSTRUMENT PREPARED BY:
MARK C. NELSON
ATTORNEY AT LAW
2216 14TH STREET (35401)
P. O. Box 1788
TUSCALOOSA, ALABAMA 35403
TELEPHONE (205) 349-3449

Jim Bennett
Secretary of State

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

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:

A Housewife's Kitchen, L.L.C.

This name reservation is for the exclusive use of Mark C. Nelson, PO Box 1788,
Tuscaloosa, AL 35403 for a period of one year beginning September 30, 2013 and
expiring September 30, 2014



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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.**

September 30, 2013

Date

A handwritten signature in cursive script, appearing to read "Jim Bennett".

Jim Bennett

Secretary of State



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