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Shelby Cnty Judge of Probate, AL
10/24/2013 02:30:10 PM FILED/CERT

**ARTICLES OF ORGANIZATION
OF
CHARLES ELLIS SARTORIAL, LLC**

TO THE HONORABLE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

The undersigned, pursuant to the provisions of the Alabama Limited Liability Company Law (Chapter 1 and Chapter 5 of the Title 10A of the *Code of Alabama* (1975)), as amended (the "LLC Law"), hereby delivers these Articles of Organization to the office of the Judge of Probate of Shelby County for the purpose of forming a limited liability company under the laws of the State of Alabama.

**ARTICLE I
NAME OF ENTITY**

The name of the entity being formed is "Charles Ellis Sartorial, LLC" (the "Company").

**ARTICLE II
TYPE OF ENTITY**

The type of entity the Company is being formed as is a limited liability company.

**ARTICLE III
PURPOSES**

The purposes for which the Company is formed are to do and engage in all lawful businesses and activities the Company is not prohibited from engaging in by the LLC Law or by other applicable law.

**ARTICLE IV
PERIOD OF DURATION**

The period of duration of the Company begins on the date of filing these Articles with the office of the Judge of Probate of Shelby County, Alabama, and continues until dissolution of the Company pursuant to the provisions of the LLC Law, these Articles, and the Company's Operating Agreement (if one is in effect), as each may be amended or restated from time to time.

**ARTICLE V
STREET ADDRESS OF REGISTERED OFFICE;
NAME OF REGISTERED AGENT**

The street address of the initial registered office of the Company, and the name of the initial registered agent at that office, are:

Charles R. Ellis
1029 Fairbank Lane
Chelsea, Alabama 35043

**ARTICLE VI
INITIAL MEMBERS**

The Company may have one or more members. The initial number of members of the Company is one, and the name and mailing address of the initial member of the Company are:

Charles R. Ellis
1029 Fairbank Lane
Chelsea, Alabama 35043

Except as otherwise provided herein, the members of the Company have such rights, powers, obligations, and duties as are provided in the LLC Law and the Company's Operating Agreement (if one is in effect).

**ARTICLE VII
ADMISSION OF ADDITIONAL MEMBERS**

No person may be admitted as an additional member of the Company without the prior written consent of all the then existing members of the Company at the time immediately preceding the person's admission as an additional member.

**ARTICLE VIII
CESSATION OF MEMBERSHIP**

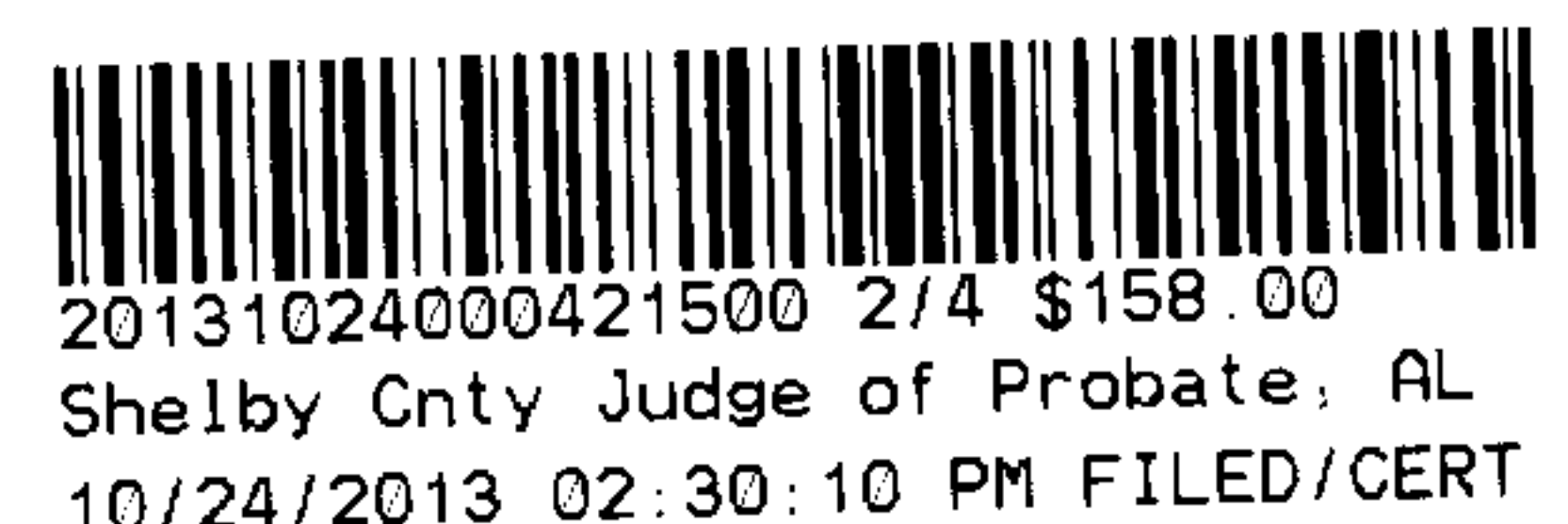
The cessation of membership of one or more members of the Company will not result in the dissolution of the Company except in the following circumstances: (1) upon the occurrence of events specified in the LLC Law as requiring dissolution; and (2) upon the occurrence of events specified in the Company's Operating Agreement (if one is in effect) as requiring dissolution.

**ARTICLE IX
MANAGEMENT**

The Company is managed by its members, subject to the terms of the Company's Operating Agreement (if one is in effect).

**ARTICLE X
LIABILITIES OF THE MEMBERS**

The members of the Company, in such capacities or through such interests, are not liable for any judgment, decree, or order of a court, or in any other manner, for any debt, obligation, or liability of the Company, whether arising in contract, tort, or otherwise, or for the acts or omissions of any other member, agent, or employee of the Company.



**ARTICLE XI
OPERATING AGREEMENT**

Upon the admission of one or more additional members to the Company, the members shall execute an Operating Agreement of the Company that sets forth all provisions relating to the affairs of the Company and the conduct of its business, which provisions must be consistent with the laws of the State of Alabama and these Articles.

**ARTICLE XII
AMENDMENTS**

These Articles may be amended only upon the unanimous written consent of all the then existing members of the Company.

**ARTICLE XIII
ORGANIZER**

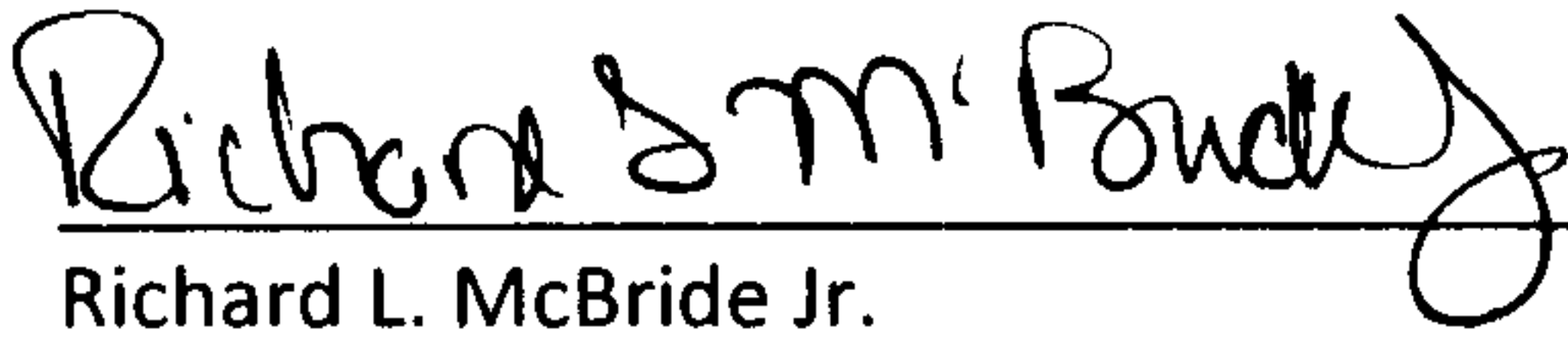
The name and mailing address of the organizer of the Company are as follows:

Richard L. McBride Jr.
Post Office Box 270
Montgomery, Alabama 36101

The organizer's authority with respect to the Company is limited to the power to execute and deliver these Articles for filing with the office of the Judge of Probate of Shelby County, Alabama, for the purpose of forming the Company.

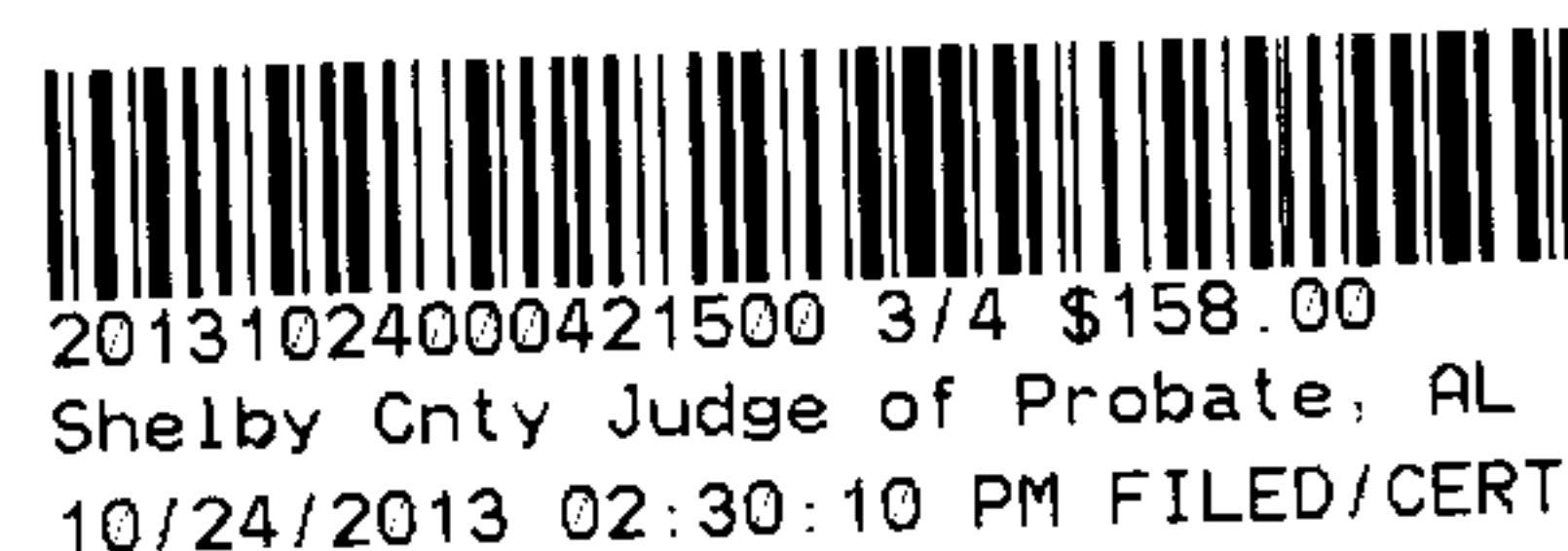
The undersigned, being the organizer of Charles Ellis Sartorial, LLC, an Alabama limited liability company, is signing these Articles of Organization on behalf of such limited liability company on the 21st day of October, 2013.

BY ITS ORGANIZER:


Richard L. McBride Jr.

Please Return this Instrument To:

Richard L. McBride Jr.
Rushton, Stakely, Johnston & Garrett, P.A.
Post Office Box 270
Montgomery, Alabama 36101-0270
Phone: (334) 206-3100



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:

Charles Ellis Sartorial, LLC

This name reservation is for the exclusive use of Richard L. McBride, Jr., PO Box
270, Montgomery, AL 36101 for a period of one year beginning October 22, 2013
and expiring October 22, 2014



RES639940

**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.**

October 22, 2013

Date

A handwritten signature in black ink, appearing to read "Jim Bennett", is written over a horizontal line.

Jim Bennett

Secretary of State

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