

Minutes of First Members Meeting of

The first meeting of the members of this limited liability company was held on February 15, 20 14, at 11 o'clock A. m., at the offices of the company located at 15582 Hwy 280 Suite 104.

Present at the meeting were the following people:

Michelle M. Ebanks

Chris Crosby

all of whom are designated as members of this limited liability company in the Articles of Organization of this company.

The following other persons were also present: N/A

1. Michelle M. Ebanks was elected as the temporary chairperson of the meeting.

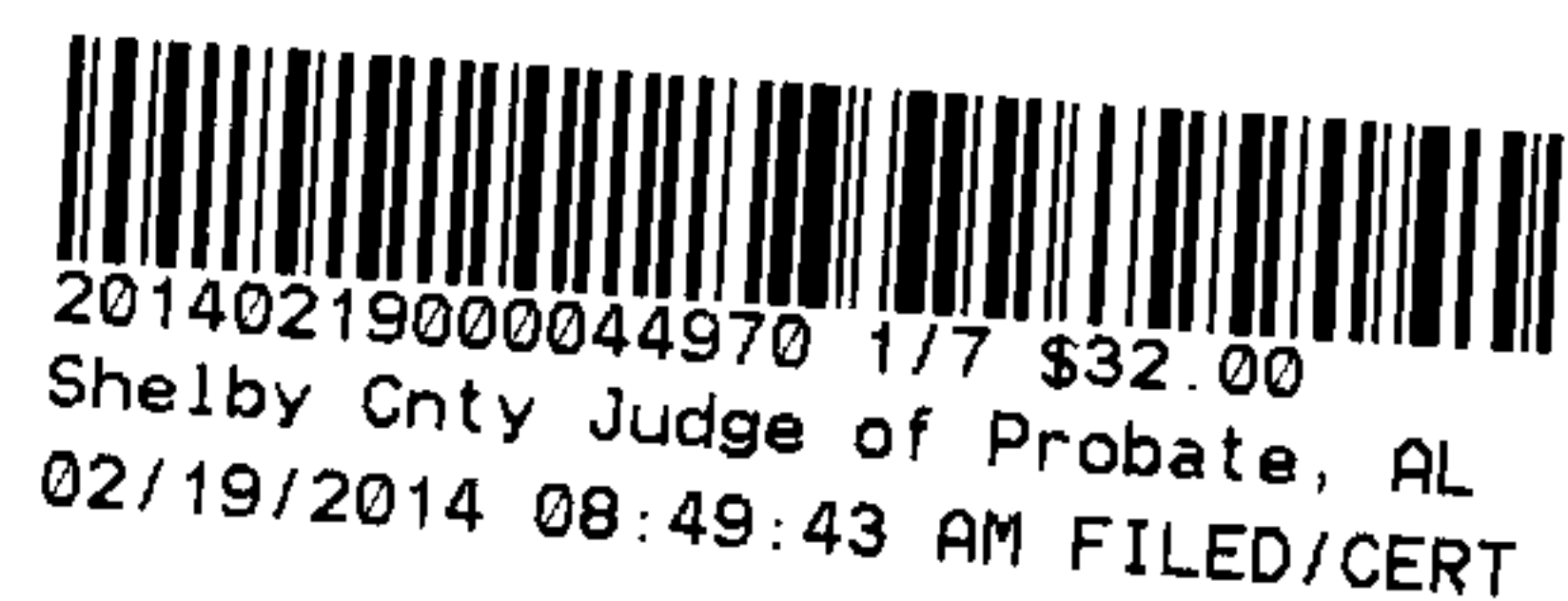
Michelle M. Ebanks was elected as the temporary secretary of the meeting.

2. The chairperson announced that the meeting had been duly called by the organizer(s) of the limited liability company, called the meeting to order, and determined that a quorum was present.

3. The chairperson reported that the Articles of Organization of the company had been duly filed with the State of Alabama on February 2, 20 14, and that the organization of the company was effective as of February 2, 20 14.

Upon motion made and carried, a copy of the Articles of Organization of the company was ordered to be attached to the minutes of this meeting.

4. Upon motion made and carried, the members AGREED that:



The joint and individual acts of Michelle M. Ebanks and Chris Crosby, the organizer(s) of this limited liability company, that were taken on behalf of the limited liability company are approved, ratified, and adopted as acts of the limited liability company.

5. The following persons were elected as managers of the limited liability company to serve until the first annual members meeting:

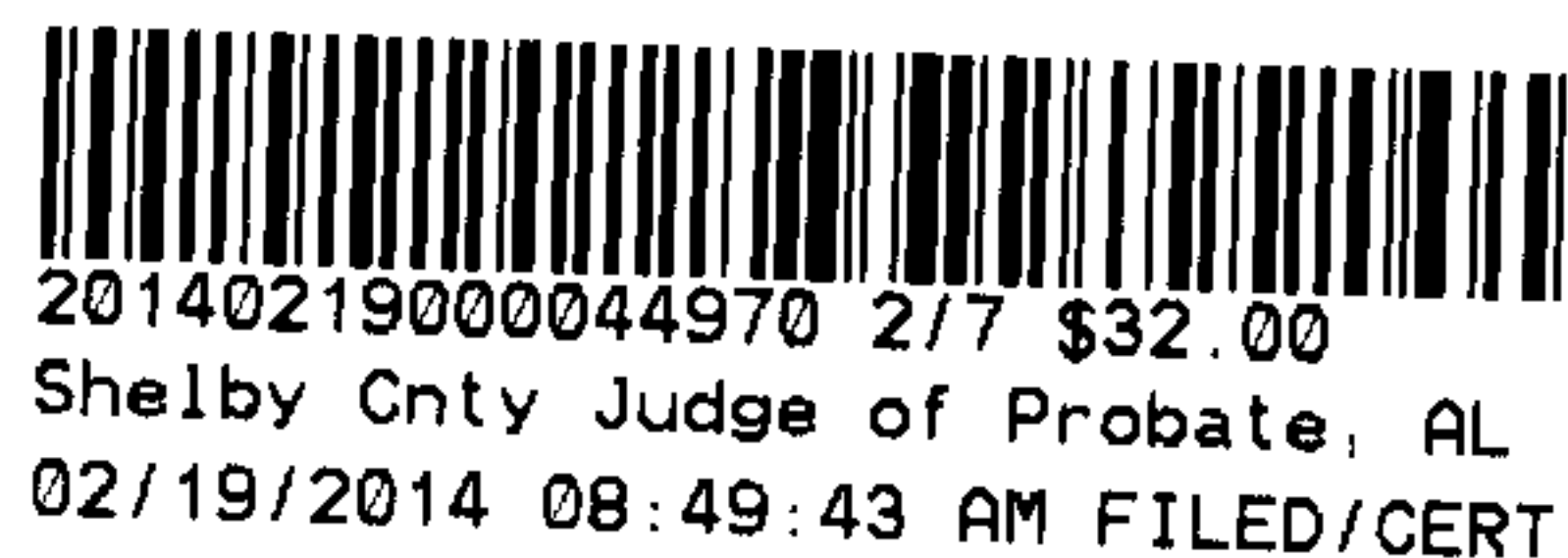
Name	Address
Michelle M. Ebanks	544 Rolling Hills Dr Che Isea, AL 35043

6. Upon motion made and carried, the annual salaries of the managers were fixed at the following rates until the next annual meeting of the members:

Name	Salary
N/A	

7. Upon motion made and carried, it was agreed that the organizer(s) of the company be reimbursed, from company funds, the following amounts for organizational expenses:

Name	Reimbursement
Michelle M. Ebanks	\$ 70,000.00



8. Upon motion made and carried, it was agreed that the company would open a business checking account at the following banking institution:

Alabama Telco

9. A copy of the proposed Operating Agreement of the limited liability company was presented at the meeting and read by each member.

Upon motion made and carried, the members
AGREED that:

N/A

The proposed Operating Agreement of this limited liability company is approved and adopted. A copy of this Operating Agreement is ordered to be attached to the minutes of this meeting.

10. The following persons have offered to transfer the property or money listed below to the limited liability company in exchange for the following shares of ownership in the limited liability company:

<i>Name</i>	<i>Property or Money</i>	<i>Ownership</i>
<i>N/A</i>		

Upon motion made and carried, the members
AGREED that:

The assets proposed for transfer are good and sufficient consideration.

11. Upon motion made and carried, the members
AGREED that:

The fiscal year of this limited liability company shall begin on *April 1st*, 20 *14*, and end on *December 31*, 20 *14*. This limited liability company shall report its income and expenses on a(n) *yearly* basis.

12. The following other business was conducted:

N/A

There being no further business, upon motion made and carried, the meeting was adjourned.

Dated February 15, 20 14

Michelle M. Ebanks
Signature of Secretary of Company

Michelle M. Ebanks
Printed Name of Secretary of Company

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Articles of Organization of

The undersigned person, acting as organizer for the purpose of forming a business limited liability company under the laws of the State of Alabama, adopts the following Articles of Organization:

Article 1. The name of the limited liability company is:

Michelle's Studio #5, LLC

Article 2. The purpose for which this limited liability company is organized is to transact any and all lawful business for which limited liability companies may be organized under the laws of the State of Alabama, and to have all powers that are afforded to limited liability companies under the laws of the State of Alabama.

Article 3. The duration of this limited liability company shall be perpetual.

Article 4. The total number of initial members of this company is Two, and their names and addresses are as follows:

Michelle M. Ebanks
Chris Crosby

Home address - *544 Rolling Hills Dr.*
Chelsea, AL 35043

Business address - *15582 Hwy 280, Unit 104*
Chelsea, AL 35043

Article 5. The initial registered agent of this limited liability company is:

Michelle M. Ebanks

Article 6. The initial address of the office of the registered agent of this limited liability company is:

15582 Hwy 280, Unit 104
Chelsea, AL 35043



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Article 7. The total amount of initial capitalization of this limited liability company is:
\$ 70,000.00

Article 8. This company will be managed by the following persons whose names and addresses are as follows:

Michelle M. Ebanks

Chris Crosby

Home - 544 Rolling Hills Dr
address Chelsea, AL 35043

Business - 15582 Hwy 280, unit 104
address Chelsea, AL 35043


Article 9. The company reserves the right to admit new members at any time.

Article 10. The company reserves the right to continue, without dissolution, under the terms as set forth in the company Operating Agreement, upon any act that might otherwise cause the dissolution of the company or the dissociation of a member under the laws of the State of Alabama.

Article 11. The Standard Industrial Code for the company is _____.

Article 12. The Federal Employer Identification Number of the company is
EIN 46-4724158.

Article 13. This limited liability company adopts the following additional articles:


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I certify that all of the facts stated in these Articles of Organization are true and correct and are made for the purpose of forming a business limited liability company under the laws of the State of Alabama.

Dated: February 15, 20 14

Michelle M. Ebanks
Signature of Organizer

Michelle M. Ebanks
Printed Name of Organizer

State of Alabama
County of Jefferson

Before me, on February 15th, 20 14, personally appeared Michelle M. Ebanks, named as the organizer, who is known to me to be the person who subscribed his or her name to this document, and acknowledged that he or she did so for the purposes stated.

[Signature]
Signature of Notary Public

Notary Public, In and for the County of Jefferson
State of Alabama

My commission expires: August 20th, 20 16


Notary Seal

I acknowledge my appointment as registered agent of this limited liability company and accept the appointment.

Dated: February 15th, 20 14

Michelle M. Ebanks
Signature of Registered Agent

Michelle M. Ebanks
Printed Name of Registered Agent


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