

ARTICLES OF ORGANIZATION

OF

HE WHO GIVES RECEIVES, LLC

Pursuant to the provisions of Sections 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is **He who gives receives, LLC** (the Company").

ARTICLE II

Duration

The Company shall have perpetual duration unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act") or the Company Operating Agreement.

ARTICLE III

Purposes

The purposes for which the Company is formed are:

- (a) To engage in any lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be, **2084 Valleydale Road, Birmingham, AL 35244** and its registered agent at such address shall be **J. Allston Macon, III.**

ARTICLE V

Initial Member; Organizer

The name and address of the initial members are:

Berg Properties, LLC
2084 Valleydale Road
Birmingham, AL 35244

The name and address of the Organizer is:

Michael McMullen
2084 Valleydale Road
Birmingham, AL 35244

ARTICLE VI

Admission of Additional Members

Additional Members may only be admitted upon the consent of the Majority of Members of the Company.

ARTICLE VII

Continuation of Business

The cessation of membership of one (1) or more of the Members will not result in the dissolution of the Company.

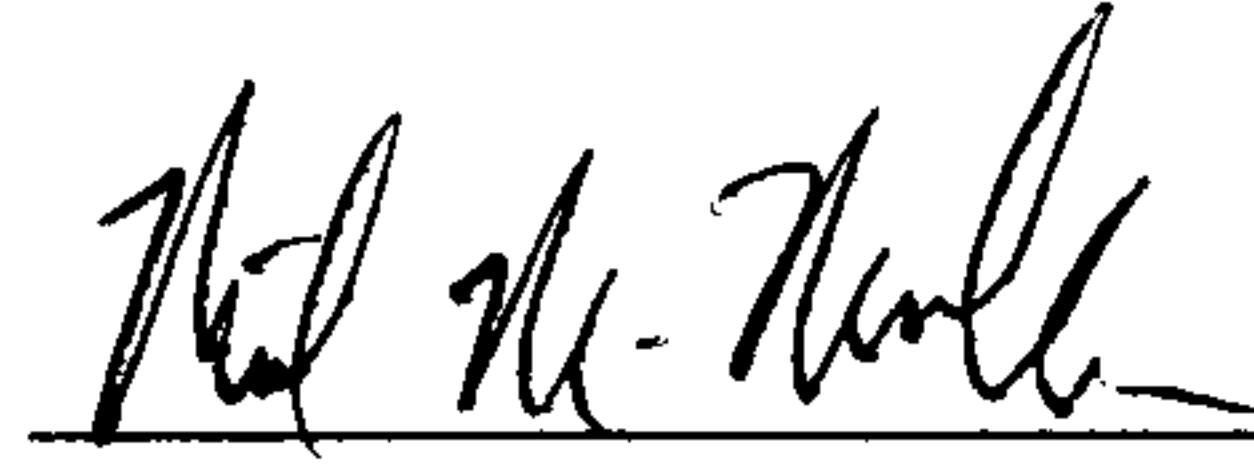
ARTICLE VIII

Manager Managed

The management of the Company is invested with the Manager, and he shall have the power to manage the business and affairs of the Company as provided in the Operating Agreement. The name and address of the Manager of the Company, and who shall serve until his successor is elected and begins serving is Michael McMullen, whose address is 2084 Valleydale Road, Birmingham, AL 35244.

IN WITNESS WHEREOF, these Articles have been subscribed as of _____, 2014, by the undersigned Organizer who affirms that the statements made herein are true under the penalties of perjury.

ORGANIZER:



Michael McMullen

This document prepared by:

J. Allston Macon, III
J. Allston Macon, III, P.C.
2084 Valleydale Road
Birmingham, Alabama 35244



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Shelby Cnty Judge of Probate, AL
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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:

He who gives receives, LLC

This name reservation is for the exclusive use of Joseph Berg, 2804 Vallyedale Road, Birmingham, AL 35244 for a period of one year beginning March 21, 2014 and expiring March 21, 2015

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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.

March 21, 2014

Date

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

Jim Bennett

Secretary of State