

**Articles of Organization  
Of  
ABSOLUTE VAPE, LLC**

I the undersigned natural person of age nineteen years or more, acting as organizer of a limited liability company under the Limited Liability Company Act of the State of Alabama, hereby adopt the following Articles of Organization for the limited liability company:

Article I

The name of the limited liability company is:

- ABSOLUTE VAPE, LLC

Article II

The address of the principal place of business of the limited liability company is:

- 968 Main Street, Suite A  
Montevallo, AL 35115


Article III

The period of duration of the limited liability company shall be perpetual.

Article IV

The name and address of the limited liability company's registered agent for service of process is:

- Phillip Andrew Chase  
919 5<sup>th</sup> Avenue N.W.  
Alabaster, AL 35007

  
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## Article V

The names and business addresses of each of the initial members of the limited liability company are:

- Phillip Andrew Chase  
919 5<sup>th</sup> Avenue N.W.  
Alabaster, AL, 35007
- John Ryan Palmer  
105 Sunset Lane  
Calera AL, 35040
- Matthew Steven Davidson  
100 County Road 993  
Clanton, AL 35045

## Article VI

The limited liability company is organized for the purpose of retail sales of vapor supplies, and for the purpose of transacting any lawful business for which a limited liability company may be organized.

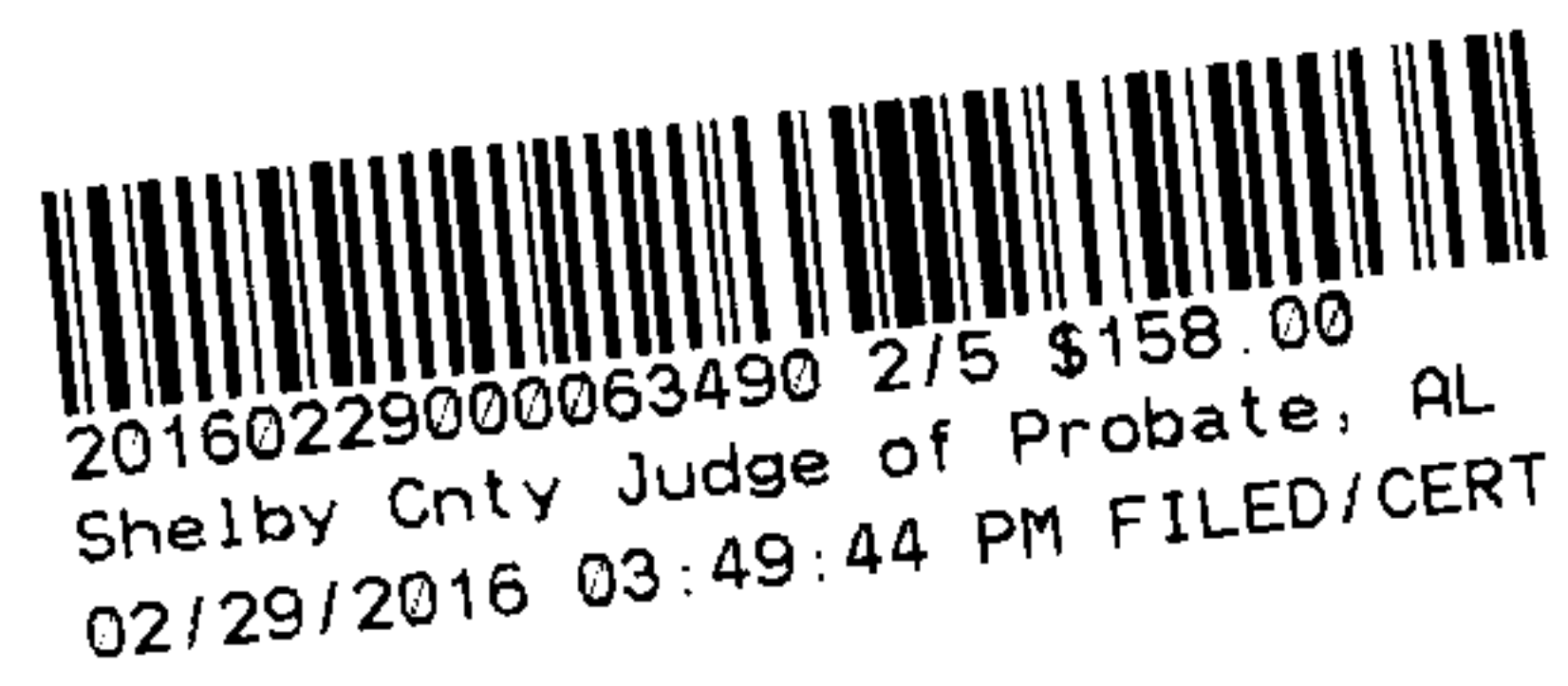
## Article VII

The limited liability company shall not end upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member.

## Article VIII

The name and address of each organizer of the limited liability company is shown below:

- Phillip Andrew Chase  
919 5<sup>th</sup> Avenue N.W.  
Alabaster, AL 35007



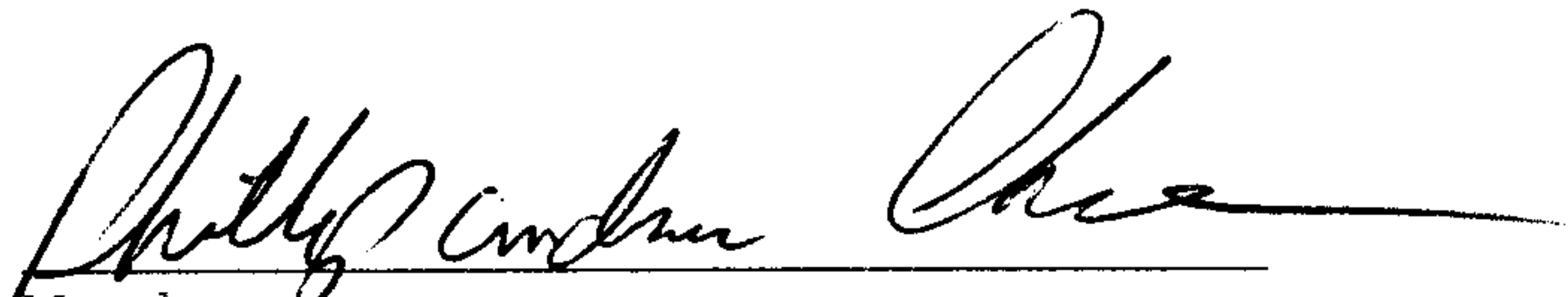
## Article IX

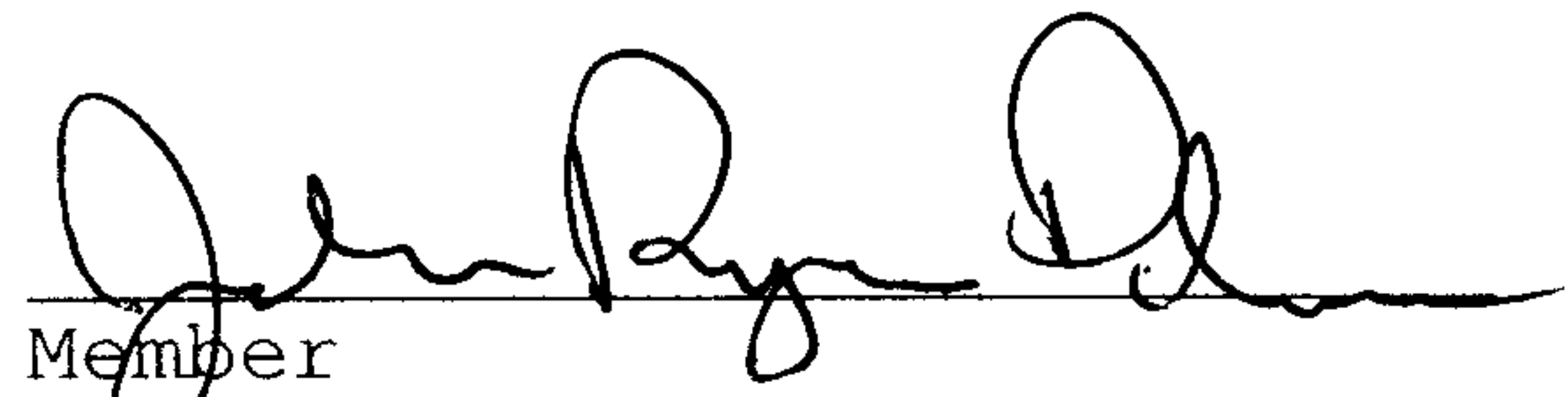
The limited liability company shall have three managers who shall serve until the first annual meeting or until their successor(s) are elected and qualified. The initial managers shall be:

- Phillip Andrew Chase
- John Ryan Palmer
- Matthew Steven Davidson


## Article X

The members of the limited liability company shall have the right to admit additional members, but only upon the unanimous vote of all the currently enlisting members. New Members may be admitted upon any terms and conditions as the current members may agree upon by unanimous vote.

  
Member

  
Member

  
Member

  
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STATE OF ALABAMA     )  
                              )  
COUNTY OF SHELBY     )

Before me, the undersigned, a Notary Public, in and for said State of Alabama, personally appeared PHILLIP ANDREW CHASE, who is known to me and executed the foregoing instrument voluntarily the day the same bears date.

SWORN TO AND SUBSCRIBED TO before me and my official seal of office on this \_\_\_\_\_ Day of \_\_\_\_\_, 2015.

\_\_\_\_\_  
NOTARY PUBLIC

My Commission Expires:

  
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**Joint Minutes of the First Meeting  
Of  
The Members and Managers  
Of  
ABSOLUTE VAPE, LLC**


The first joint meeting of the Member(s) & Manager(s) of ABSOLUTE VAPE, **LLC**, was held on this 20<sup>th</sup> Day of November, 2015, at the principle place of business of Absolute Vape, LLC.

Those present at the meeting were: Phillip Andrew Chase, John Ryan Palmer, and Matthew Steven Davidson.

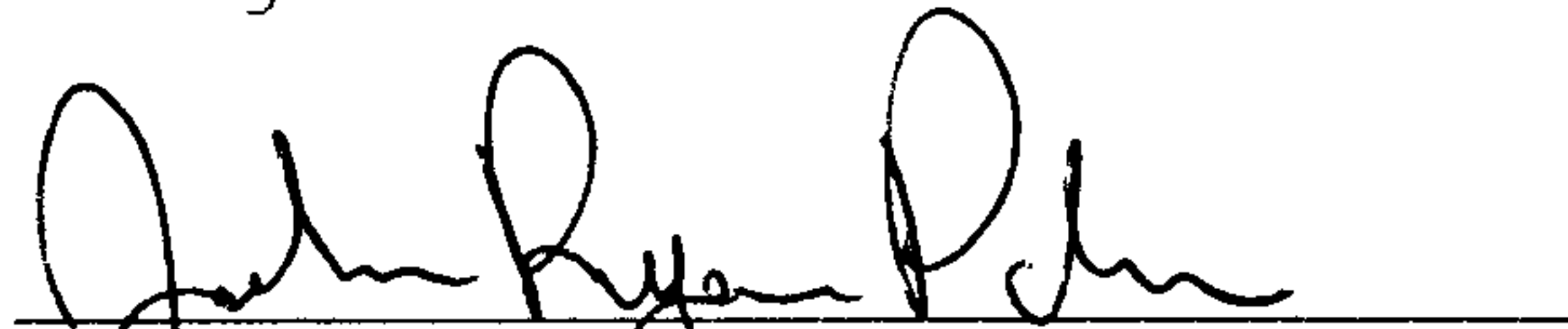
Phillip Andrew Chase, John Ryan Palmer, and Matthew Steven Davidson being the initial Member(s) & Manager(s) of ABSOLUTE VAPE, **LLC**, unanimously voted to adopt the **Articles of Organization** and **Operating Agreement** as filed with the Shelby County, Alabama, Judge of Probate and expressly ratified their contents.

Upon a unanimous vote of the Members, Phillip Andrew Chase, John Ryan Palmer, and Matthew Steven Davidson were elected as Manager(s) of ABSOLUTE VAPE, **LLC**, until the next regular annual meeting or until their successors are properly elected and qualified.

There being no further business, the meeting was adjourned.



Phillip Andrew Chase  
Manager



John Ryan Palmer  
Manager



Matthew Steven Davidson  
Manager

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