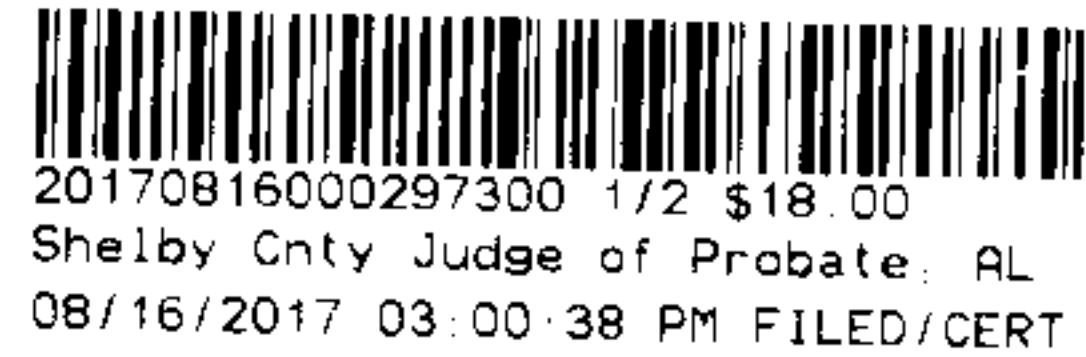


LIMITED LIABILITY COMPANY OPERATING AGREEMENT OF 2 GIRLS & A DOG, LLC

FORMED IN THE STATE OF ALABAMA

This Agreement, entered into on July 24th, 2017, is a



(Check One)

☒ – SINGLE-MEMBER LLC OPERATING AGREEMENT, entered into by and between 2 GIRLS & A DOG, LLC, a ALABAMA (State) LLC (the "Company") and JORDAN GILLIAM of 511 FOREST LAKES DRIVE, STERRETT, ALABAMA 35147 (Address), hereinafter known as the "Member"

☐ – MULTI-MEMBER LLC OPERATING AGREEMENT, entered into by and between _____, a _____ (State) LLC (the "Company") and _____ of _____ (Address), hereinafter known as the "Member"

WHEREAS the Member(s) desire to create a limited liability company under the laws of the State of ALABAMA and set forth the terms herein of the Company's operation and the relationship between Member(s)

NOW, THEREFORE, in consideration of the mutual covenants set forth herein and other valuable consideration, the receipt and sufficiency of which hereby are acknowledged, the Member(s) and the Company agree as follows:

1. Duration

The duration of the Limited Liability Company shall be perpetual.

2. Organization Purpose(s)

The Limited Liability Company has been organized for the following purpose(s):

- Children's Clothing
- For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama

3. Name and Principal Place of Business

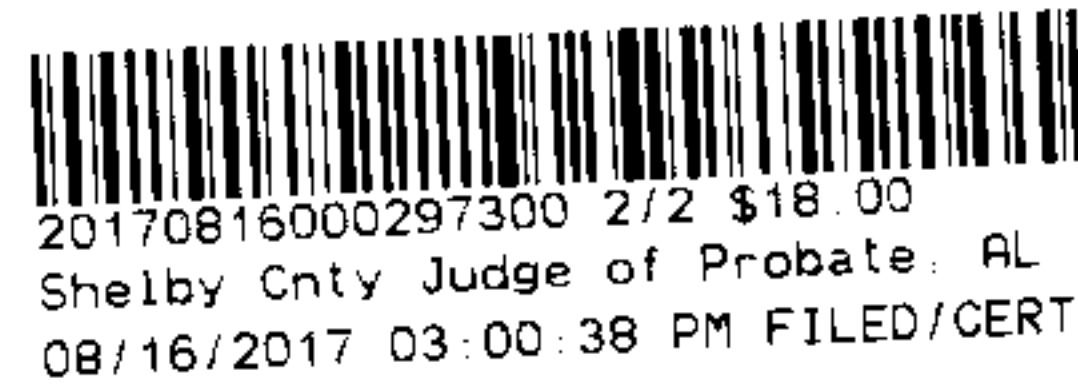
The name of the Company shall be 2 Girls & a Dog, LLC. The principal place of business of the Company shall be at 16161 Hwy 280 Suite 2, City of Chelsea, in the State of Alabama or at such other place of business as the Member(s) shall determine.

4. Billing Address

The billing address of the Company shall be at 511 Forest Lakes Drive, City of Sterrett, in the State of Alabama or at such other place of billing as the Member(s) shall determine.

5. Formation

The company was formed on July 24th, 2017, when the Member(s) filed the Articles of Organization with the office of Secretary of State pursuant to the statutes governing limited liability companies in the State of Alabama (the "Statutes").



6. Director

The initial Director of the Limited Liability Corporation shall be Jordan Elizabeth Gilliam whose address is 511 Forest Lakes Drive, Sterrett, Alabama 35147. As a director of the Limited Liability Corporation, Jordan Elizabeth Gilliam, is authorized to exercise all corporate powers and manage all of the business and affairs of the limited liability corporation.

7. President/Secretary

The President/Secretary of the of the Limited Liability Corporation shall be Jordan Elizabeth Gilliam whose address is 511 Forest Lakes Drive, Sterrett, Alabama 35147. As the President/Secretary of the Limited Liability Corporation, Jordan Elizabeth Gilliam's responsible for preparing minutes of the Directors' and Jordan Elizabeth Gilliam's meetings and for authenticating records of the limited liability corporation.

8. Registered Owner

The name of the registered owner at the office shall be: Jordan Elizabeth Gilliam

9. Administration of Company Business

- 9.1 Management. The Member has the sole right to manage and conduct the Company's business. Actions by the Member relating to the management of the Company may be memorialized in written resolutions signed by the Member, but written resolutions are not required to authorize action by the Member.
- 9.2 Authority of Member. The Member is the agent of the Company and has authority to bind the Company on all matters. The authority of the Member includes, without limitation, the authority to bind the Company to: (a) sell, lease, exchange, mortgage, pledge, or otherwise transfer or dispose of all or substantially all of the property or assets of the Company; (b) merge the Company with any other entity; (c) amend the articles of organization of the Company or this agreement; (e) change the nature of this business of the Company; or (f) commence a voluntary bankruptcy case for the Company.

10. Sole Manager

The sole manager of 2 Girls & a Dog, LLC shall be:

Jordan Elizabeth Gilliam
511 Forest Lakes Drive
Sterrett, Alabama 35147

IN WITNESS THEREOF, the undersigned member executed these Articles of Organization on this the 24th day of July 2017.


Jordan Elizabeth Gilliam
Member/Organizer