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Shelby Cnty Judge of Probate, AL  
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STATE OF ALABAMA     )  
SHELBY COUNTY        )

## ARTICLES OF ORGANIZATION OF

# CONCRETE DECORATION SERVICES, LLC

**LET IT BE KNOWN TO ALL PERSONS BY THESE PRESENTS:** That the undersigned, for the purpose of forming a limited liability company pursuant to the Provisions of Section 10-12-1, et seq. of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), and as further amended by the Alabama Limited Liability Company Law of 2014 (Act No. 2014-144) (Section 10A-5A), hereby files the following Articles of Organization with the Probate Judge of Shelby County where the initial registered office of the limited liability company will be located and maintains that the facts stated in these Articles of Organization are true and correct as follows:

### ARTICLE I

#### *Name*

1. The name of the limited liability company is:

CONCRETE DECORATION SERVICES, LLC

hereafter referred to as "The Company".

### ARTICLE II

#### *Duration*

2. The period of duration of The Company is perpetual, unless it shall be sooner

dissolved and its affairs wound up in accordance with these Articles of Organization, or the Company Agreement.

### **ARTICLE III**

#### *Purposes for which this limited liability company is organized*

3. The nature of the business of The Company and its objects, purposes, and powers are in essence that The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs and may exercise those powers given by law to execute its purposes which include, but are not limited to the following:

4. To engage in any lawful activity permissible to a natural person.

5. To engage in any legally permissible activity in the construction business in general, including but not limited to cement work, mortar, and concrete projects.

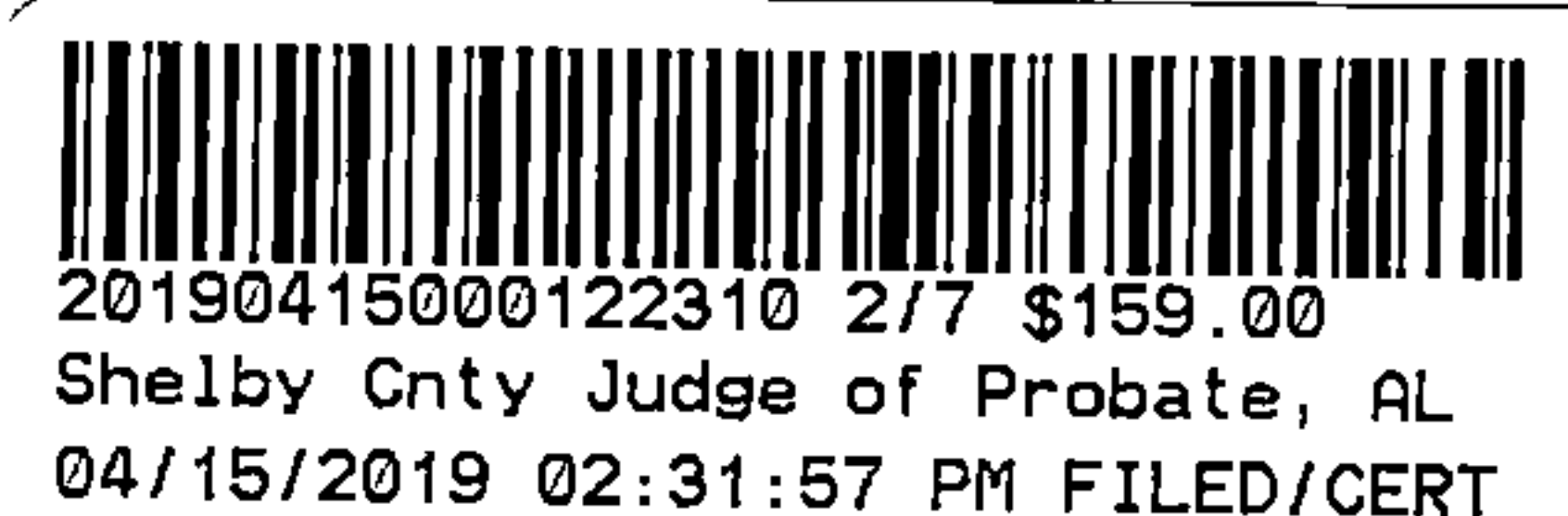
6. To purchase, acquire, take, receive, lease, own, hold, exchange, operate, improve, use, sell, and otherwise deal in and with real property, and/or personal property or an interest in it, wherever situated.

7. To make, do and engage in any legally permissible activity related to real property dealings.

8. To make, do and engage in any business which is legally permissible to a natural person.

9. To make, do and engage in any transaction of any and all lawful business for which limited liability companies are organized in the State of Alabama.

10. To manufacture, make, prepare, do, purchase or otherwise acquire, own, pledge, sell, assign, and transfer, or otherwise dispose of, and invest, trade, and deal in and with goods, wares, and merchandise of every class and description, whether or not the same specifically pertain to the classes of business aforementioned.



11. To sell, trade, transact, deal, exchange, and promote any lawful product. To buy, sell, franchise, maintain on consignment, and otherwise trade, transact, and deal in various lawful import and export products.

12. To obtain, acquire, purchase, hold, improve, sell, convey, assign, exchange, encumber, mortgage, auction, hire, lease, and deal in real and personal property of every type, kind, and character. To obtain, acquire, purchase, hold subdivide, develop and operate real estate, to erect buildings thereon, and to sell, lease, maintain, own, repair, and operate these properties.

13. In general to purchase, take or lease, or exchange, hire, or otherwise acquire any real and personal property or any rights or privileges therein, which The Company may think necessary or convenient for the purposes of its business, and to buy, own, and hold real property for the purpose of securing debts due to The Company, and to sell and dispose of the same at will, and to make any and all necessary instruments of conveyance therefore.

14. To issue bonds, debentures, or obligations of The Company from time to time, for any of the objects or other purposes of the company, and to secure the same by mortgage, pledge, deed of trust or otherwise.

15. To do all and everything necessary and proper for the accomplishment of the objects herein enumerated or necessary or incidental to the protection and benefit of The Company, and in general to carry on any lawful business necessary or incidental to the attainment of the purposes of The Company, whether such business is similar in nature to the objects and powers herein above set forth or otherwise. Nothing herein contained is to be construed as authorizing The Company to carry on the business of banking or that of a trust company or that of insurance.



16. By the provisions of the Alabama LLC Act (Section 10A-5A) the owners of The Company can create subsidiary companies, as series of LLC's, having their own assets and liabilities, but under the general structure of **Concrete Decoration Services, LLC** and without the need to organize them as separate entities, as they will be considered separate entities concerning liabilities to third parties.

17. The foregoing clauses shall be construed as objects and purposes of this limited liability company in addition to those powers specifically conferred upon The Company by law.

**ARTICLE IV**  
*Initial registered office*

18. The location and mailing address of the initial registered office of The Company shall be:

312 Green Park South  
Pelham, AL 35124

**ARTICLE V**  
*Initial registered agent*

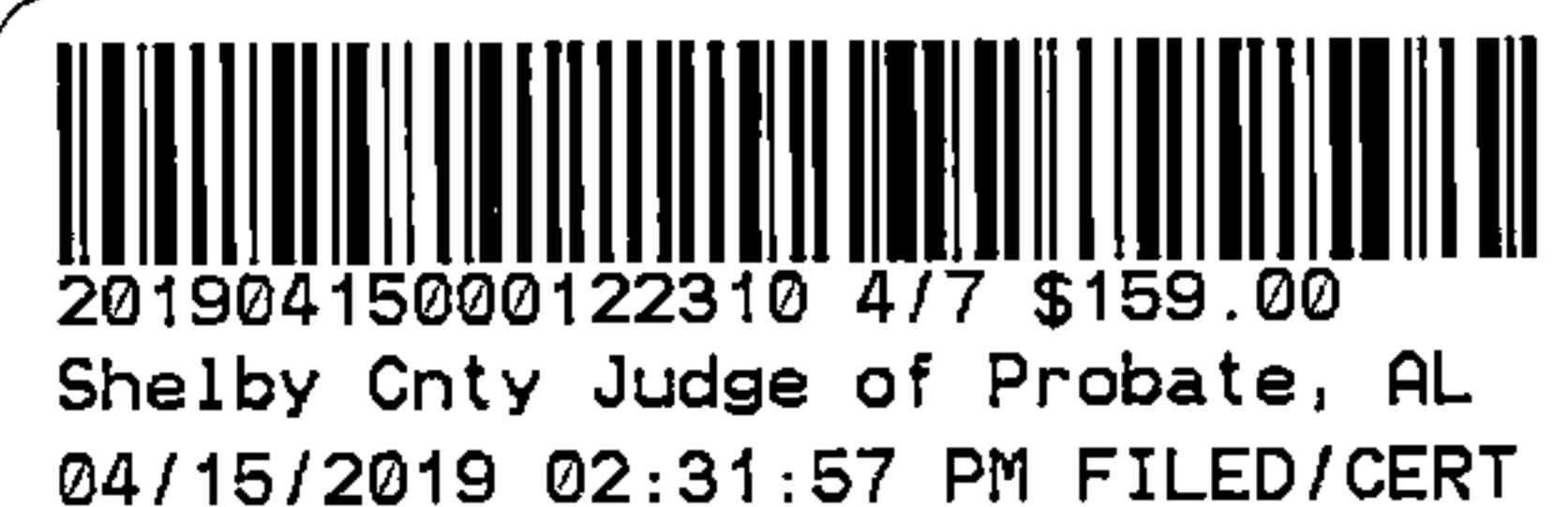
19. The registered agent of service is Celestino Peña Pérez whose address is:

312 Green Park South  
Pelham, AL 35124

**ARTICLE VI**  
*Initial members*

20. The name and address of the initial members are:

<u>Name</u>	<u>Address</u>
Celestino Peña Pérez	312 Green Park South, Pelham, AL 35124



## **ARTICLE VII**

### *Organizer*

21. The name and address of the organizer is:

Name

Celestino Peña Pérez

Address

312 Green Park South, Pelham, AL 35124

## **ARTICLE VIII**

### *Admission of Additional members*

22. The member(s) shall reserve the right to admit additional members upon the unanimous agreement of The Company's Members as to the admission of, and the consideration to be paid by such new Members, and subject to the terms and conditions of the Company Agreement.

## **ARTICLE IX**

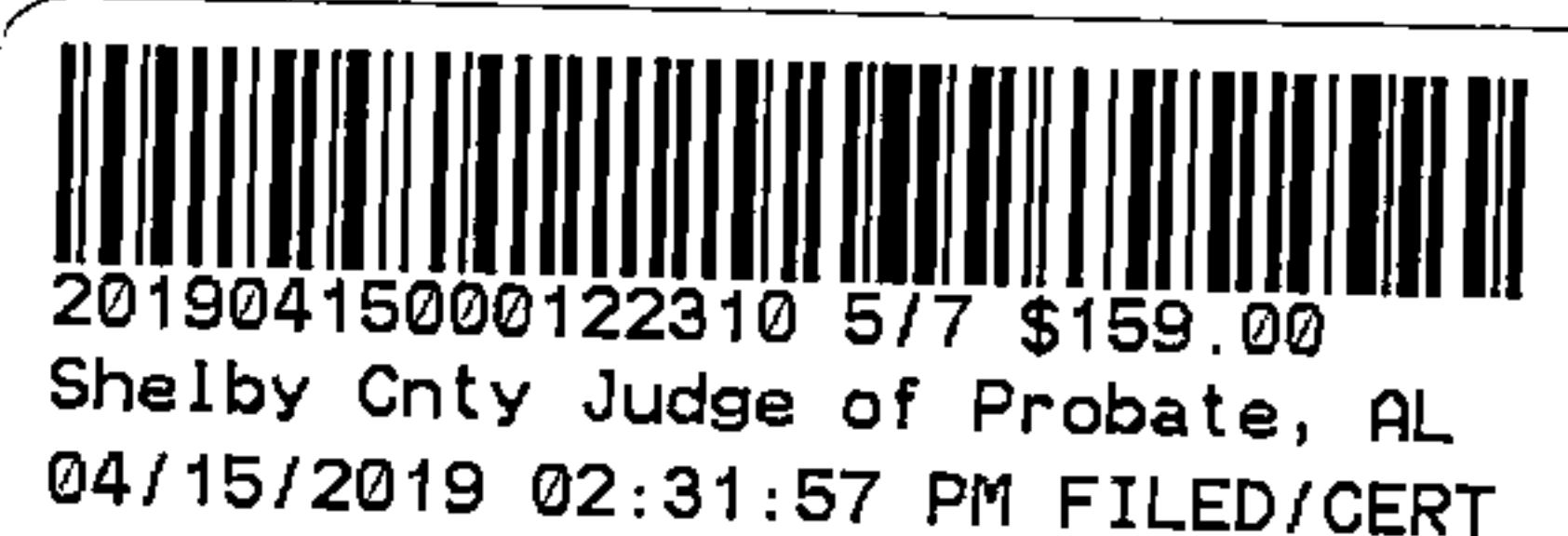
### *Cessation of membership*

23. The Company's Members shall have the right to continue as a limited liability company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any event which terminates the continued membership of a member of The Company.

## **ARTICLE X**

### *Management*

24. The authority of the members to act for The Company is based upon the governing agency laws. The management of The Company is vested in its members as it may be determined and specified by the written Company Agreement. Any and all members involved in the management of The Company are subject to the fiduciary duties of loyalty and care that would be imposed to any person with the authority to direct the business affairs of The Company.



**ARTICLE XI**  
*Liabilities of members and Managers*

25. Neither a member nor a manager of The Company shall be personally liable under a judgment, decree or order of a court, or in any other manner, for any debt, obligation or liability of The Company. Each and every member of The Company is legally exempt from any legal liability of the Company.

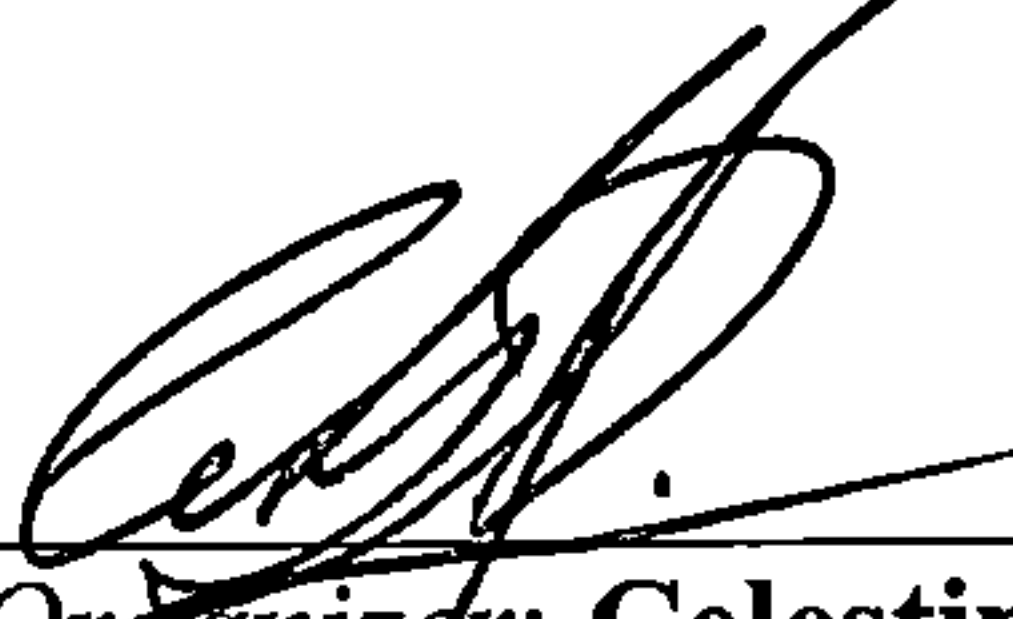
**ARTICLE XII**  
*Distributions to Members*

26. The managing members of The Company will share equally the distributions from The Company.

**ARTICLE XIII**  
*Company Agreement*

27. The Company Agreement shall be executed by each Member of The Company, and shall set forth all provisions for the affairs of The Company, and the conduct of its business to the extent that such provisions are not inconsistent with laws or these Articles.

**IN WITNESS WHEREOF**, these Articles have been subscribed as of the **5th day of April of the year 2019** by the undersigned organizer, who affirms that the statements made herein are true under penalty of perjury.

  
Organizer: Celestino Peña Pérez



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JOHN H. MERRILL  
SECRETARY OF STATE

ALABAMA STATE CAPITOL  
MONTGOMERY, AL 36130

# STATE OF ALABAMA

I, John H. Merrill, Secretary of State of the 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:

**CONCRETE DECORATION SERVICES, LLC**

This name reservation is for the exclusive use of CELESTINO PENA PEREZ, 312 GREEN PARK SOUTH, PELHAM, AL 35124 for a period of one year beginning March 26, 2019 and expiring March 26, 2020.



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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 26, 2019

Date

John H. Merrill

Secretary of State

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