

ARTICLES OF ORGANIZATION

OF

40 STITCH, LLC

The undersigned, for the purpose of forming a limited liability company under the Alabama Limited Liability Company Law, Title 10A, Chapters 1 (to the extent applicable to limited liability companies) and 5 of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Law"), hereby files the following Articles of Organization with the probate judge of Shelby County, where the registered office of the limited liability company will be located, and attests that the facts stated in these Articles of Organization are true and correct:

ARTICLE I

NAME

The name of this Limited Liability Company shall be:

40 STITCH, LLC

ARTICLE II

DURATION

The period of duration is perpetual unless the Limited Liability Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or Operating Agreement.

ARTICLE III

PURPOSES

The nature of the business of the Limited Liability Company and its objects, purposes and powers are:

- (a) To operate an online clothing boutique for women's clothing;
- (b) To manage, purchase or acquire by assignment, transfer or otherwise, and hold, mortgage or otherwise pledge, and to sell, exchange, transfer, deal in and in any manner dispose of, real or personal property of any kind, class, interest or type, wheresoever situated, and to exercise, carry out and enjoy any licenses, power, authority, concession, right or privilege which any limited liability company may make or grant in connection therewith;
- (c) To subscribe for, acquire, hold, sell, assign, transfer, mortgage, pledge or in any manner dispose of shares of stock, bonds or other evidences of indebtedness or securities issued or created by any corporation of Alabama or any other state or any foreign country and, while the owner thereof, to exercise the rights, privileges and powers of ownership, including the rights to vote

thereon, to the same extent as a natural person may do, subject to the limitations, if any, on such rights now or hereafter provided by the laws of Alabama;

(d) To acquire the goodwill, rights, assets and properties, and to undertake the whole or any part of the liabilities, of any person, firm, association or corporation; to pay for the same in cash, debt obligations of the Limited Liability Company or by the transfer of an interest or the granting of membership in the Limited Liability Company or otherwise; to hold, or in any manner dispose of, the whole or any part of the property so acquired; to conduct in any lawful manner the whole or any part of the business so acquired; and to exercise all the powers necessary or convenient in and about the conduct and management of such business; and

(e) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Limited Liability Company or to enhance the value of its properties.

The enumeration herein of the powers, objects and purposes of the Limited Liability Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Limited Liability Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Alabama or any reasonable construction of such laws.

ARTICLE IV

REGISTERED AGENT/OFFICE

The location and mailing address of the initial registered office of the Limited Liability Company shall be 1587 Tara Drive, Columbiana, Alabama 35051 and its registered agent at such address shall be Kelly McNair.

ARTICLE V

MEMBERS

The name and address of the initial members (the "Member") of the Limited Liability Company are:

Kelly McNair

1587 Tara Drive
Columbiana, Alabama 35051

Brandi Mathe

1027 Bluestone Way
Birmingham, Alabama 35242

ARTICLE VI

ADDITIONAL MEMBERS

The Members reserve the right to admit additional Members upon the terms and conditions of the Limited Liability Company's Operating Agreement or upon the unanimous consent of the Members.

ARTICLE VII

DISSOLUTION CAUSED BY CESSATION OF MEMBERSHIP

The cessation of membership of one or more Members for any reason shall not cause the dissolution of the Limited Liability Company.

ARTICLE VIII

MANAGEMENT

Management is vested in the Members of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of Organization, on this the 3rd day of February, 2020.



Kelly McNair, Member



Brandi Mathe, Member



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Shelby Cnty Judge of Probate, AL
02/03/2020 10:57:32 AM FILED/CERT

THIS DOCUMENT WAS PREPARED BY:

Matt Carroll
Johnstone Carroll LLC
2204 Lakeshore Drive, Suite 303
Birmingham, AL 35209

John H. Merrill
Secretary of State

P.O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

I, John H. Merrill, 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:

40 Stitch, LLC

This name reservation is for the exclusive use of Kelly McNair, 1587 Tara Drive, Columbiana, AL 35051 for a period of one year beginning January 29, 2020 and expiring January 29, 2021

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Shelby Cnty Judge of Probate, AL
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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.

January 29, 2020

Date

J. H. Merrill

John H. Merrill

Secretary of State