

STATE OF ALABAMA )

COUNTY OF SHELBY )

## ARTICLES OF ORGANIZATION

OF

### AMAZING GRACE PROPERTIES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file the following Articles of Organization with the probate judge of the county in which the initial registered agent of the limited liability company will be located and affirm that the facts stated in these Articles of Organization are true and correct:

#### ARTICLE I

The name of the limited liability company is AMAZING GRACE PROPERTIES, L.L.C. (the "Company").

#### ARTICLE II

The period of duration of the Company shall be from the date of filing of these Articles of Organization with the Office of the Probate Judge for Shelby County, Alabama until the first to occur of the following:

- (a) Fifty (50) years from the date of filing of these Articles of Organization;
- (b) Dissolution of the Company pursuant to the laws of the State of Alabama or the Operating Agreement of the Company, as in effect from time to time; or
- (c) Upon the written unanimous consent of all the members of the Company.

#### ARTICLE III

The purposes for which the Company is organized are as follows:

- (a) To engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Alabama.
- (b) To acquire, own, maintain, develop, improve, sell, lease or otherwise dispose of real estate.

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(c) To borrow money and to evidence the same by notes or other evidences of indebtedness and to secure the same by mortgage, deed of trust, pledge or other lien or security interest in furtherance of any or all of the purposes of the Company;

(d) To enter into, perform and carry out contracts and agreements necessary, appropriate or incidental to the accomplishment of the purposes of the Company; and

(e) To do any other acts and things which may be necessary, appropriate or incidental to the carrying out of the business and purposes of the company, subject to the terms and conditions of this Operating Agreement.

#### **ARTICLE IV**

The location and mailing address of the initial registered office of the Company shall be 5004 Meadowbrook Road, Birmingham, Alabama, 35242. The initial registered agent for service of process at the foregoing address shall be Anne Yeager Dewberry.

#### **ARTICLE V**

The names and mailing addresses of the initial members of the company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Anne Yeager Dewberry	5004 Meadowbrook Road Birmingham, Alabama 35242
John Ralph Dewberry	5004 Meadowbrook Road Birmingham, Alabama 35242

#### **ARTICLE VI**

The members of the Company shall have the right to admit additional members to the Company upon the unanimous consent of all of the members of the Company.

#### **ARTICLE VII**

The members of the Company shall have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Limited Liability Company if (i) there are at least two remaining members or at least one remaining member and a new member is admitted; and (ii) the legal existence and

business of the Company is continued by a written consent of all the remaining members within 90 days after the occurrence of the event of dissociation.

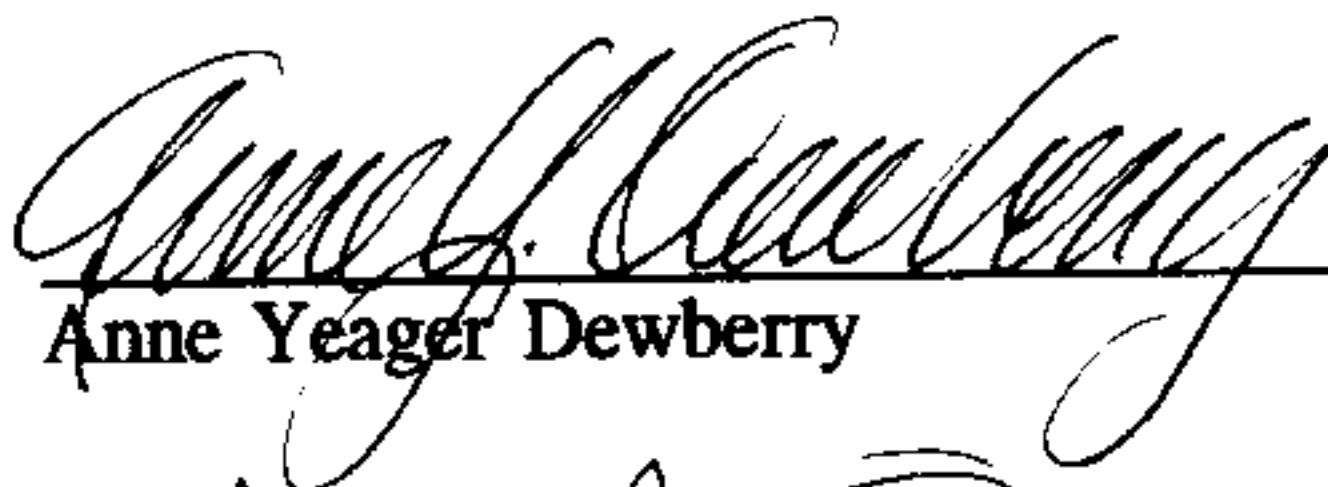
#### ARTICLE VIII

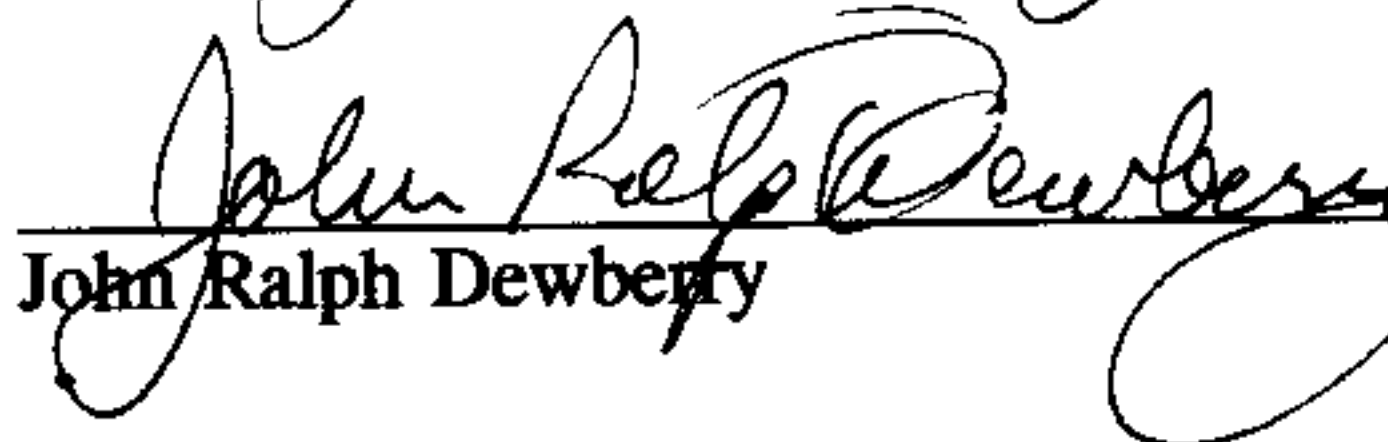
The Company shall be managed by its members.

#### ARTICLE IX

The members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned, constituting all the members of the Company, have executed these Articles of Organization this the 10th day of March, 1997.

  
Anne Yeager Dewberry

  
John Ralph Dewberry

This instrument prepared by:  
Peter E. Barber, Esquire  
Wallace, Jordan, Ratliff & Brandt  
2000A SouthBridge Parkway, Suite 525  
Birmingham, Alabama 35209  
(205) 870-0555

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