ARTICLES OF ORGANIZATION

OF

BUILDERS-MARTIN, L.L.C.

The undersigned, being all the members of **BUILDERS-MARTIN, L.L.C.**, a limited liability company formed pursuant to Section 12-12-1, <u>et</u> <u>seq</u>. of the <u>Code of Alabama</u>, adopts the following Articles of Organization for such company:

FIRST: The name of the company is **BUILDERS-MARTIN, L.L.C.**

SECOND: The term of the Company shall be perpetual from the date of the filing of these Articles of Organization in the Office of the Judge of Probate of the county in which the initial registered office of the Company is located, provided, however, that the Company shall be dissolved (a) upon the written consent of the holders of the portion of the ownership interest of the Company specified in the Operating Agreement, as amended from time to time, (b) as provided in the Operating Agreement, as amended from time to time, or (c) as may be required by the Alabama Limited Liability Company Act.

THIRD: The purpose or purposes for which the Company is organized is the transaction of any and all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Act, including, but not limited to, any and all transactions which are necessary, appropriate or incidental to the acquisition, ownership, development, promotion, leasing, renting and selling of, and investment, in real property.

FOURTH: The names and addresses of the initial members of the Company are as follows:

NAME	ADDRESS
Builders Group, Inc.	100 Hinds Street Pelham, Alabama 35124 Telephone No. : (205) 621-1964
Marcus Ferrell Martin	1704 Center Point Road Birmingham, Alabama 35216 Telephone No. : (205) 853-3340

FIFTH: The location and street address of the initial registered office of the Company is 100 Hinds Street, Pelham, Alabama 35124, and the name of its initial registered agent at such address is Thomas A. Davis, president.

SIXTH: The Company shall be managed by its members.

SEVENTH: The initial members shall have no right to admit additional members, except in accordance with the Operating Agreement, as amended from time to time.

EIGHTH: Upon the dissociation of a member of the Company or the occurrence of any other event which terminates the continued membership of a member in the Company under the Alabama Limited Liability Company Act, the business of the Company shall not be continued and the Company shall be dissolved unless there are at least two (2) remaining members of the Company, or at least one remaining member of the Company and an additional member is admitted to the Company in accordance with these Articles

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the Company and an additional member is admitted to the Company in accordance with these Articles of Organization and the Operating Agreement of the Company, and there is thereafter obtained the written consent of all the then remaining and existing members of the Company within ninety (90) days after the occurrence of such terminating event.

NINTH: All other provisions for the regulation of the internal affairs of the Company shall be set out in the Operating Agreement, as amended from time to time and shall be in compliance with the Alabama Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned hereby declare and certify that the facts stated herein are true and correct, and, for the purpose of forming a limited liability company pursuant to the laws of the State of Alabama, they hereunto have signed these Articles of Organization as of the 15th day of MAY, 1998.

BUILDERS GROUP, INC.
By: _____
Thomas A. Davis

Its: __Thomas A. Davis__
President

_____
Marcus Ferrell Martin

_____
Notary Public, State of Alabama
at large/My Commission Expires:
Bonded Thru Hartford Insurance Co.

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This instrument was prepared by:

Thomas S. Hale, Esq.
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