

This Document Prepared By:

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**ARTICLES OF ORGANIZATION
OF
SPIRITED INVESTMENTS, LLC**

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY ALABAMA:

Inst # 2000-17569
05/30/2000-17569
12:31 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 NMS 80.00

The undersigned, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Act, Code of Alabama, § 10-12-1 et seq. (the "Act"), hereby certifies as follows:

1. **NAME**. The name of the limited liability company (the "Company") is:

Spirited Investments, LLC

2. **DURATION**. The period of duration of the Company shall be perpetual; provided, however, that the Company shall be dissolved and its affairs shall be wound up upon the occurrence of any event of dissolution specified in the Operating Agreement of the Company.

3. **PURPOSES**. The Company has been organized for the purposes of acquiring, purchasing, owning, maintaining, leasing, renting, selling and otherwise dealing in real estate. The Company may also transact any other lawful business for which a limited liability company may be formed under the Act, but nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company, securities broker, securities dealer or investment advisor.

4. **INITIAL REGISTERED OFFICE AND AGENT**. The location and mailing address of the initial registered office of the Company and the name of its initial registered agent at that address are:

Renee L. Clayton
1023 Windsor Court
Alabaster, Alabama 35007

5. **INITIAL MEMBER.** The names and mailing addresses of the initial member of the Company are:

NAME

ADDRESS

Renee L. Clayton

1023 Windsor Court
Alabaster, Alabama 35007

6. **ORGANIZER.** The name and address of the organizer of the Company are:

Michelle L. Scarbrough
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203

7. **ADDITIONAL MEMBERS.** Additional members may be admitted to the Company only in accordance with the provisions of the Operating Agreement of the Company.

8. **CESSATION OF MEMBERSHIP OF ALL MEMBERS.** The cessation of membership of all of the members shall result in the dissolution of the Company unless, within ninety (90) days after the cessation of membership of the last member, the holders of all financial rights in the Company agree in writing to continue the legal existence and business of the Company and to appoint one or more new members.

9. **MANAGEMENT OF THE COMPANY.** The company shall be managed by its member.

IN WITNESS WHEREOF, the undersigned, acting as the organizer of the Company, has executed these Articles of Organization on May 25, 2000.


Michelle L. Scarbrough

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