

STATE OF ALABAMA )

SHELBY COUNTY )

ARTICLES OF ORGANIZATION OF

PELHAM AUTO MART, LLC

We, the undersigned, desiring to form a  
Limited Liability Company pursuant to the  
laws of the State of Alabama, certify as  
follows:

Inst # 2001-01877  
01/17/2001-01877  
04:09 PM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
003 HMB 90.00

1. The name of the Limited Liability Company is PELHAM AUTO MART, LLC.
2. The term of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue until December 31, 2030, provided, however, that the Limited Liability Company shall terminate and dissolve prior to such date (a) upon the unanimous written consent of the members; (b) as provided in the Operating Agreement; or (c) as may be required by the Alabama Limited Liability Company Act.
3. The purpose for which this Limited Liability Company is organized is:  
To acquire, own, operate and manage a used car business, known as PELHAM AUTO MART, LLC. located in Shelby County, Alabama, and any and all other acts associated with the placement service and to transact any or all other lawful business for which Limited Liability Companies may be organized under the Alabama Limited Liability Company Act.
4. The location and mailing address of the initial registered office shall be 3434 Pelham Parkway, Pelham, AL 35124, and the name of the initial registered agent at that address shall be DeWayne Wooten.
5. The names and mailing addresses of the initial members in the Limited Liability Company are as follows

<u>NAME</u>	<u>MAILING ADDRESS</u>
DeWayne Wooten	100 Summer Place; Birmingham, AL 35242
Tim Vittetoe	2216 Savoy Street; Birmingham, AL 35226

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

7. The members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon the death, incompetency, retirement, resignation, removal, 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 Limited Liability Company is continued by a written consent of all the remaining members within 90 days after the occurrence of the event of dissociation or as otherwise stated in the articles of organization.

8. The Limited Liability Company shall be managed by its members.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this the 2<sup>nd</sup> day of JANUARY, 2001

DeWayne Wooten  
DeWayne Wooten

Tim Vittetoe  
Tim Vittetoe

STATE OF ALABAMA )  
SHELBY COUNTY )

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that DeWayne Wooten, whose name is signed to the foregoing instrument, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 2<sup>nd</sup> day of, January, ~~2000~~ 2001

Mary Anne Hokanson  
NOTARY PUBLIC MY COMMISSION EXPIRES

STATE OF ALABAMA )  
SHELBY COUNTY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Tim Vittetoe, whose name is signed to the foregoing instrument, and who is known to me, acknowledge before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 2nd day of, January, ~~2000~~. 2001

Mary Anne Hokanson

NOTARY PUBLIC MY COMMISSION EXPIRES

MARY ANNE HOKANSON  
Notary Public  
Alabama - State At Large  
Commission Expires 6-19-2001

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SHELBY COUNTY JUDGE OF PROBATE

003 HMB 80.00