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Shelby Cnty Judge of Probate, AL  
08/06/2004 09:53:00 FILED/CERTIFIED

**ARTICLES OF ORGANIZATION  
OF  
The Card Group, L.L.C.  
An Alabama limited liability company**

For the purpose of forming a limited liability company under the Alabama Limited Liability Company Act and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Act"), the undersigned do hereby sign and adopt these Articles of Organization, and, upon the filing for record of these Articles of Organization the office of the Judge of Probate of the county in which the initial registered office is established under Article V hereof, the existence of a limited liability company (hereinafter referred to as the "Company"), under the name set forth in Article I hereof, shall commence.

**ARTICLE I: NAME**

1.1 The name of the Company shall be The Card Group, L.L.C.

**ARTICLE II: DURATION OF COMPANY**

2.1 The duration of the Company shall be thirty-six (36) years from the date of execution of these Articles of Organization, which date is inscribed herein below, unless sooner terminated as provided in these Articles or in an Operating Agreement by the undersigned member(s) and any duly adopted amendments to restatements of said Articles of Operating Agreement.

**ARTICLE III: PURPOSES, ARTICLES AND POWERS**

3.1 The purposes, objects and powers of the Company are:

(a) To engage in any lawful business, investment, act or activity for which an Alabama Limited Liability Company may be organized under the Act;

(b) Without limiting the scope and generality of the foregoing, to engage in general business activities of all kinds and natures and in any other business directly or indirectly related thereto, including but not limited to facilitating, consummating and executing business lease agreements, loans and other credit arrangements;

(c) To have and to exercise any and all of the powers specifically granted in the Act, none of which shall be deemed to be inconsistent with the nature, character or the object of the Company and none of which are denied to it by these Articles of Organization.

**ARTICLE IV: REGISTERED OFFICE AND REGISTERED AGENT**

4.1 The mailing address of the initial registered agent of the Company shall be:

The Card Group, L.L.C.  
2851 Bridlewood Terrace  
Helena, AL 35080

4.2 The initial registered agent of the Company shall be:

E. Bernard Card

#### **ARTICLE V: INITIAL MEMBERSHIP OF THE COMPANY**

5.1 The name and address of the organizing and initial member(s) of the Company are:

**MEMBER**

**ADDRESS**

E. Bernard Card

2851 Bridlewood Terrace, Helena, AL 35080

#### **ARTICLE VI: ADMISSION OF ADDITIONAL MEMBERS**

6.1 Additional members may be admitted to membership in the Company, but only in the event that every existing member of the Company has first consented in writing, after reasonable notice, to their admission as such members of the Company.

#### **ARTICLE VII: MANAGEMENT OF THE COMPANY**

7.1 The business and affairs of the Company shall be managed by the following named manager(s), who shall serve until the first annual meeting of members, or until their respective successors are duly elected and qualified:

**MANAGER**

**ADDRESS**

E. Bernard Card

2851 Bridlewood Terrace, Helena, AL 35080

#### **ARTICLE VIII: INTERNAL AFFAIRS**

8.1 The following provisions for the regulation of the business and for the conduct of the affairs of the Company by its manager(s) and member(s) are hereby adopted:

8.2 The Operating Agreement of the Company shall be adopted by the member(s). The power to alter, amend or repeal the provisions of the Operating Agreement or to amend said Operating Agreement shall be vested solely in the members, which power may be exercised in the manner and to the extent provided in these Articles and, where not inconsistent herewith, in the Operating Agreement, if any, provided, however, that, except by unanimous consent of all members of the Company, the members may not alter, amend or repeal any provision in the Operating Agreement establishing the number of members, the time or place of membership meetings, or what constitutes a quorum at such membership meetings, or which was adopted by the members and specifically provides that it cannot be altered, amended or repealed by the members. The Operating Agreement may contain any provisions for the regulation of the business and for the conduct of the members not inconsistent with the Act or these Articles of Organization.

8.3 The business and affairs of the Company shall be managed by the managers and members as

set forth in the Act, these Articles, and in the Operating Agreement, if any.

**IN TESTIMONY WHEREOF**, witness the hand of the undersigned initial member(s) effective as of the 4 day of August, 2004.



**E. BERNARD CARD**

**THE FOREGOING PARTIES BEING ALL THE INITIAL MEMBER(S) OF THE CARD GROUP, L.L.C.**

This instrument prepared by:

**Robert L. Beeman, II**

**RLB, L.L.C.**

**P.O. Box 253**

**Helena, AL 35080-0253**

**(205) 422-9015**