


STATE OF ALABAMA)
)
COUNTY OF SHELBY)


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Shelby Cnty Judge of Probate, AL
11/23/2004 15:43:00 FILED/CERTIFIED

ARTICLES OF ORGANIZATION

OF

THE RESERVE AT EDGEWATER BEND, LLC

The undersigned, Robert Keith Honaker, desiring to organize a limited liability company under the Alabama Limited Liability Company Act, adopts and subscribes his name to the following Articles of Organization.

ARTICLE I
NAME OF LIMITED LIABILITY COMPANY

The name of the limited liability company shall be The Reserve at Edgewater Bend, LLC.

ARTICLE II
PERIOD OF DURATION

The period of duration of the limited liability company shall be perpetual.

ARTICLE III
PURPOSES FOR WHICH LIMITED LIABILITY COMPANY FORMED

The purposes for which the limited liability company is formed and the powers which it shall have in furtherance of its purposes are:

- 1) To engage in and carry on the business of buying, leasing or otherwise acquiring real estate of every kind and description; to construct and erect, or to contract for the construction and erection of buildings and structures in or upon said real estate for any uses and purposes; to own, hold, improve, develop, subdivide, maintain, operate, lease, sell, mortgage or otherwise dispose of all or any of said real estate or any part thereof and to transact any all lawful business for which limited liability companies may be organized; and
- 2) To acquire, lease, develop and sell residential, commercial and industrial real estate; and
- 3) To purchase, take, receive, lease or otherwise acquire, own, hold, improve, use and

otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein; and

- 4) To transact any and all lawful business for which limited liability companies may be organized under the Alabama Limited Liability Company Act.

ARTICLE IV MANAGEMENT OF THE COMPANY

Management of the limited liability company is to be vested in one (1) manager, who is authorized to conduct the business of the limited liability company. The name and address of the initial manager who is to serve as manager of the company until the first annual meeting of the member(s) or until his successor is elected and qualifies, is:

<u>Name</u>	<u>Address</u>
Robert Keith Honaker	128 Stratshire Lane Pelham, Alabama 35124

ARTICLE V LOCATION OF REGISTERED OFFICE; REGISTERED AGENT

The address of the initial registered office of the limited liability company in Alabama is 128 Stratshire Lane, Pelham, Alabama 35124, and the name of its initial registered agent at the address is Robert Keith Honaker.

ARTICLE VI MEMBERS

The names and addresses of the Members(s) of the limited liability company is/are:

<u>Name</u>	<u>% Ownership</u>	<u>Address</u>
Robert Keith Honaker	100	128 Stratshire Lane Pelham, Alabama 35124

ARTICLE VII ADMISSION OF NEW MEMBERS

Additional members may be admitted at such times and on such terms and conditions as all members may unanimously agree and as provided in the operating agreement of the limited liability company.

ARTICLE VIII

CONTINUATION OF BUSINESS

The remaining members of the limited liability company may continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in the company if both of the following apply:

- (i) there is at least one remaining Member or at least one remaining Member and a new Member is admitted; and**
- (ii) the legal existence and business of the Company is continued with the unanimous written consent of all the remaining Members within 90 days after such Dissociation.**

IN WITNESS WHEREOF, I have executed these Articles of Organization on the 29th
day of April, 2004.

Robert Keith Honaker
Robert Keith Honaker

STATE OF ALABAMA §
§
COUNTY OF SHELBY §

I, the undersigned authority, a Notary Public in and for said county in said state, hereby certify that Robert Keith Honaker, 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 the instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 23 day of November, 2004

(NOTARY SEAL)
My Commission Expires:

**This instrument prepared by:
Nowlin & Associates, LLC
P.O. Box 1149
118 East Moulton Street
Decatur, AL 35602
(256) 353-8601**