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Shelby Cnty Judge of Probate, AL  
06/09/2005 12:41:37PM FILED/CERT

**STATE OF ALABAMA**

**DOMESTIC LIMITED LIABILITY COMPANY**

**ARTICLES OF ORGANIZATION**

Article I

The name of the Limited Liability Company is Fann & Rea Realty Partners, LLC. It is intended that this Limited Liability Company be taxed as a partnership; should any language included herein cause it to be taxed otherwise, such language shall be disregarded.

Article II

The duration of the Limited Liability Company shall be twenty (20) years which shall be extended upon the unanimous vote of all members for an additional ten (10) years.

Article III

The Limited Liability Company has been organized for the purpose of owning and managing real estate.

Article IV

The street address of the registered office is 22 Inverness Center Parkway, Suite 140, Birmingham, Alabama 35242 and the name of the registered agent at that office is Robert P. Fann.

Article V

The names and addresses of the initial members are Robert P. Fann and Patricia K. Rea, 22 Inverness Center Parkway, Suite 140, Birmingham, Alabama 35242.

Article VI

Management of the Limited Liability Company is vested in the listed members.

Article VII

Should any member transfer or assign his/her interest in the Limited Liability Company, such transferee or assignee shall not have full membership rights without written consent of all members.

Any provision that is not inconsistent with the law for the regulation of the internal affairs of the Limited Liability Company is permitted to be set forth in the operating agreement of the LLC.

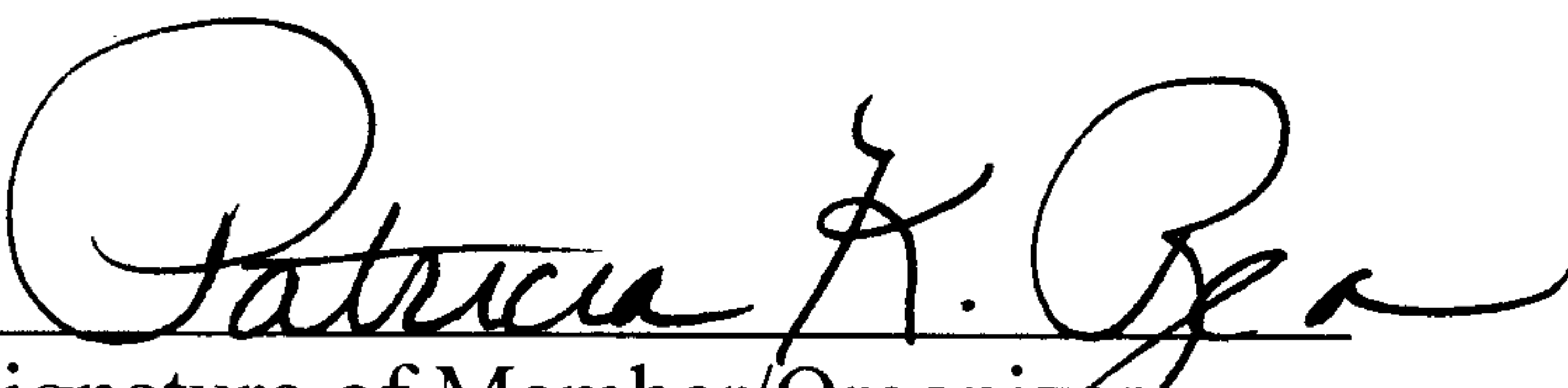
IN WITNESS THEREOF, the undersigned members executed these Articles of Organization on this the 9<sup>th</sup> day of June, 2005.

This document prepared by:



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Robert P. Fann and  
Patricia K. Rea  
22 Inverness Center Parkway  
Suite 140  
Birmingham, Alabama 35242

  
Signature of Member/Organizer