


STATE OF ALABAMA)
SHELBY COUNTY)


20060531000255280 1/2 \$80.00
Shelby Cnty Judge of Probate, AL
05/31/2006 09:17:33AM FILED/CERT

ARTICLES OF ORGANIZATION

OF

JDF Properties, LLC

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

1. The name of the Limited Liability Company is JDF Properties, LLC

2. The existence 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, 2056; provided, however, that the Limited Liability Company shall be dissolved (a) upon the written consent of all 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 nature, objective, and purpose for which this Limited Liability Company is organized is set forth as follows:

(a) To specifically engage in any and all business activities related or incidental to real estate including, without limitation, the direct participation of real estate construction development and to invest in, sell, exchange, purchase, construct on, rent, lease or manage real property.

(b) To engage in any other lawful business or activity for which limited liability companies may be organized under the laws of the State of Alabama.

4. The location and mailing address of the initial registered office shall be: 1238 Bennett Circle, Alabaster, Alabama 35007, and the name of the initial registered agent at said address shall be John D. Fowler.

5. The name and mailing address of the initial members of the Limited Liability Company are as follows:

NAME

John D. Fowler

MAILING ADDRESS

1238 Bennett Circle
Alabaster, Alabama 35007

Karen G. Fowler

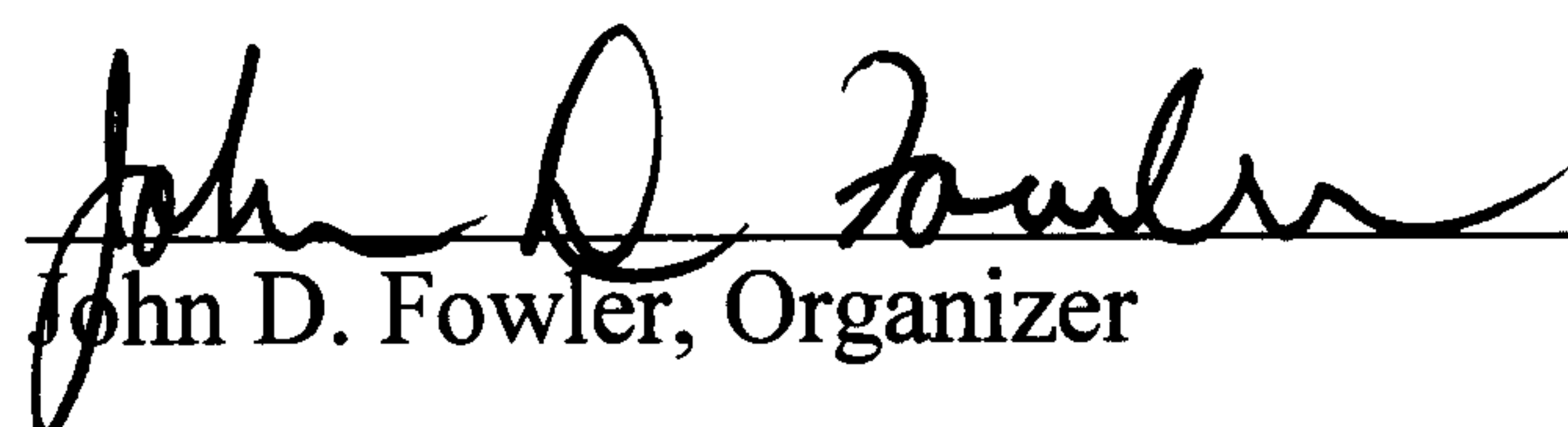
1238 Bennett Circle
Alabaster, Alabama 35007

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

7. The remaining members of the Limited Liability Company shall have the right to continue the legal existence and business of the Limited Liability Company after an event of dissociation (as set forth in the Operating Agreement) terminates the continued membership of a member in 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 the written consent of a majority in interest of the remaining members within 90 days after the occurrence of the event of dissociation. For the purposes of this provision, a majority in interest of the remaining members means interests of one or more remaining members which, when taken together, exceeds fifty percent (50%) of the capital interests and fifty percent (50%) of the profits interests of the remaining members.

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

IN WITNESS WHEREOF, the undersigned has affixed his hand and seal on this 25 day of May, 2006.


John D. Fowler, Organizer