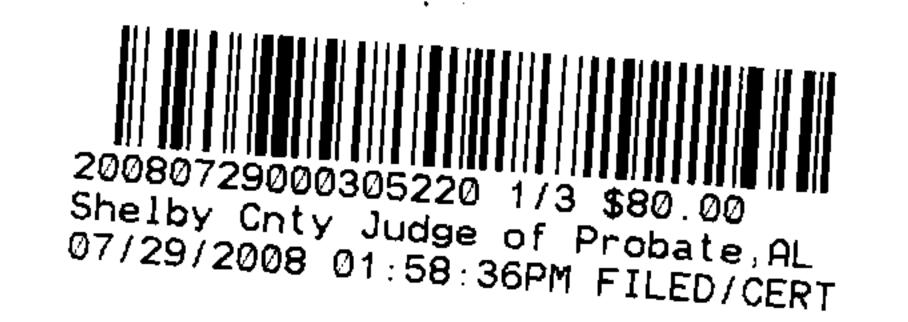
#### ARTICLES OF ORGANIZATION

**OF** 

MIMS & CO., LLC



The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the <u>Code of Alabama</u> (1975), as amended (the "Alabama Limited Liability Company Act"), hereby files the following Articles of Organization with the Probate Judge of the County in which the initial registered office of the limited liability company will be located and attests that the facts stated in these Articles of Organization are true and correct:

#### **ARTICLE I**

### **NAME**

The name of this limited liability company (the "Limited Liability Company") shall be:

MIMS & CO., LLC

#### **ARTICLE II**

#### **DURATION**

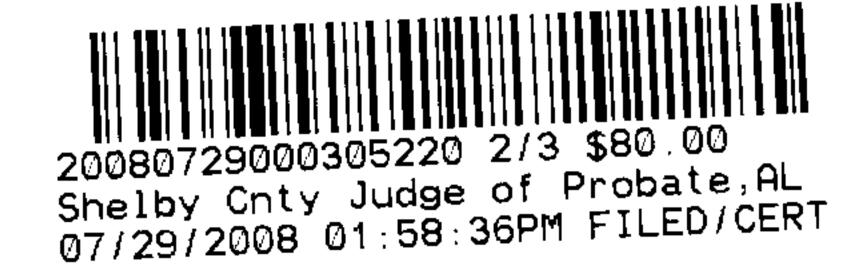
The period of duration is perpetual unless the Limited Liability Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or Operating Agreement.

### **ARTICLE III**

## **PURPOSES**

The nature of the business of the Limited Liability Company and its objects, purposes and powers are:

- (a) To be a real estate brokerage company, and to engage in any and all other activities related to the foregoing; and
- (b) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Limited Liability Company or to enhance the value of its properties.



The enumeration herein of the powers, objects and purposes of the Limited Liability Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Limited Liability Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Alabama or any reasonable construction of such laws.

### **ARTICLE IV**

# REGISTERED AGENT/OFFICE

The location and mailing address of the initial registered office of the Limited Liability Company shall be 419 Thompson Road, Alabaster, Alabama 35007, and its registered agent at such address shall be Monty L. Mims.

## **ARTICLE V**

### **MEMBER**

The name and address of the initial member (the "Member") of the Limited Liability Company is:

MEMBER

<u>ADDRESS</u>

Monty L. Mims

419 Thompson Road Alabaster, Alabama 35007

#### **ARTICLE VI**

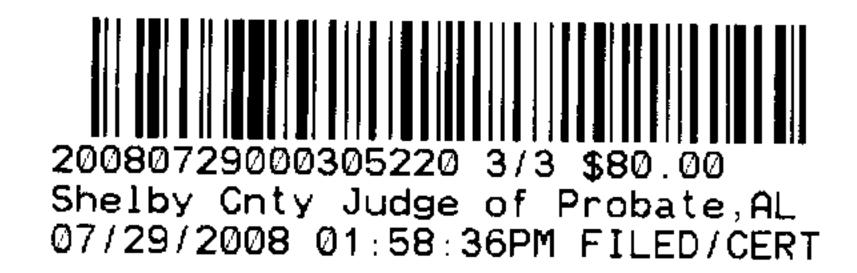
# <u>ADDITIONAL MEMBERS</u>

The Member reserves the right to admit additional Members upon and subject to the terms and conditions of the Limited Liability Company's Operating Agreement.

#### **ARTICLE VII**

# OPERATING AGREEMENT

The Operating Agreement of the Limited Liability Company shall be executed by each Member of the Limited Liability Company and shall set forth all provisions for the regulation of the internal affairs of the Limited Liability Company and the conduct of its



business to the extent that such provisions are not inconsistent with the laws of Alabama or these Articles. Those provisions together with any other provisions included in the Operating Agreement are hereby incorporated by reference.

#### **ARTICLE VIII**

# DISSOLUTION NOT CAUSED BY CESSATION OF MEMBERHIP

The cessation of membership of one or more Member for any reason shall not cause the dissolution of the Limited Liability Company.

### **ARTICLE X**

# **MANAGEMENT**

Management is vested in the Member of the Limited Liability Company in accordance with the terms and conditions of the Limited Liability Company's Operating Agreement.

IN WITNESS WHEREOF, the undersigned Organizer/Sole Member of the Limited Liability Company has executed these Articles of Organization on this the 28<sup>th</sup> day of July, 2008.

Monty L. Mims, as Organizer and Sole

Member of MIMS & CO., LLC