

## ARTICLES OF ORGANIZATION

OF

### TOWN CREEK HOLDINGS, LLC

TO THE JUDGE OF PROBATE OF SHELBY COUNTY, ALABAMA:

Pursuant to the provisions of the Alabama Limited Liability Company Act (hereinafter referred to as "the Act"); the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

#### ARTICLE I NAME

The name of the limited liability company ("Company") is:

TOWN CREEK HOLDINGS, LLC

#### ARTICLE II DURATION

Unless it is dissolved and its affairs wound up as provided in the Operating Agreement or as may be required by the Act, the Company shall have perpetual duration and succession in its name beginning on the date these Articles are filed with the Judge of Probate.

#### ARTICLE III PURPOSES

The Company has been organized for the following purposes:

(1) To engage in the business of acquiring, owning, developing, improving, operating, leasing, selling, managing and otherwise dealing in and with improved and unimproved real property directly and indirectly.

(2) For any lawful purpose or purposes for which a limited liability company may be organized under the laws of the State of Alabama.

#### ARTICLE IV INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The location and mailing address of the initial registered office is 102 W. Sterret Street, Columbiana, Alabama 35051, and the name of the initial registered agent of the Company is Janice McCormick Falkner.

**ARTICLE V**  
**INITIAL MEMBERS**

The names and mailing addresses of the initial members of the Company are as follows:

<u>Name</u>	<u>Mailing Address</u>
Janice McCormick Falkner	102 W. Sterret Street Columbiana, AL 35051
Frank R. Griffin	2181 1 <sup>st</sup> Avenue West Maylene, AL 35114
Martha P. Griffin	2181 1 <sup>st</sup> Avenue West Maylene, AL 35114

**ARTICLE VI**  
**ORGANIZERS**

The names and mailing addresses of the organizers of the Company:

John R. Martin, Esq.  
Najjar Denaburg, PC  
2125 Morris Avenue  
Birmingham, AL 35203

**ARTICLE VII**  
**ADMISSION OF NEW MEMBERS**

Members of the Company shall have the right to admit new members from time to time. Additional members may be admitted only upon written consent of the existing members or by a majority vote of the existing members and such existing members shall determine the amount and nature of contributions by new members at the time such new members are admitted.

**ARTICLE VIII**  
**CONTINUATION OF BUSINESS**

The cessation of membership of one or more members will not result in the dissolution of the Company.

**ARTICLE IX**  
**MANAGEMENT**

The management of the Company shall be vested in its members. The members shall have the right and authority to manage the business or affairs of the Company and to make all decisions with respect thereto, subject to the terms and conditions of the Company's Operating Agreement.

**ARTICLE X**  
**POWERS**

The Company shall have the same powers as a natural person to do all things necessary or convenient to carry out its business and affairs, including, without limitation, the powers set forth in §10-12-4, Code of Alabama (1975), as the same may hereafter be amended from time to time.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this the 19<sup>th</sup> day of November, 2008.

  
JOHN R. MARTIN, ESQ., ORGANIZER