

**ARTICLES OF ORGANIZATION  
OF  
BH ENDURANCE TRAINING, L.L.C.**

Pursuant to the Provisions of Alabama Limited Liability Company Act, the undersigned hereby adopt the following Limited Liability Company Articles of Organization:

**Article I. Name**

The name of the limited liability company ("Company") is **BH ENDURANCE TRAINING, L.L.C.**

**Article II. Duration**

Unless dissolved earlier by law or agreement, the duration of the Company shall be perpetual.

**Article III. Purpose**

The Company is organized for the business purpose of engaging in any lawful activity for which limited liability companies may be formed.

**Article IV. Registered Office and Agent**

The address of the Company's initial registered office in Alabama is **1078 Belvedere Cove, Birmingham, AL 35242**. The name of the Company's registered agent at that address is **Brian William Hulbert**

**Article V. Members**

The name and address of the Company's organizer is: **Brian William Hulbert**, whose address is **1078 Belvedere Cove, Birmingham, AL 35242**.

**Article VI. Admission of New Members**

Members of the Company have the right to admit new members upon the unanimous written consent of the existing members.

**Article VII. Limitation of Member Liability**

No member shall be liable for any of the faults or contracts of the Company or for any liability whatsoever in any further sum than the unpaid balance that may be due on debts owed to the Company.

**Article VIII. Limitation of Manager Liability**

No manager of the Company shall incur personal liability to the Company or its members for monetary damages for breach of fiduciary duty as a manager, provided that this article shall not eliminate the liability of a manager (a) for any breach of the manager's duty of loyalty to the Company or its members; (b) for acts or omissions not

in good faith or which involve intentional misconduct or a knowing violation of law; or (c) for any transaction from which the manager derived an improper personal benefit.

### **Article IX. Indemnification of Members, Managers**

The Company shall indemnify any member or manager and the heirs, executors or administrators of any member or manager as described in the Operating Agreement.

### **Article X. Member Approval**

If member action or approval is required by law or the Operating Agreement in connection with the amendment of the articles of organization, any merger or consolidation, transfer of all or substantially all of the Company assets or liquidation or dissolution of or involving the Company, such action or approval shall be taken or given only upon the affirmative vote of not less than seventy-five (75%) percent of the number of units entitled to vote on the particular question. Amendment of the Operating Agreement shall be according to its terms.

### **Article XI. Written Consent**

Whenever the affirmative vote of members is required to authorize or constitute company action, the consent in writing to such action signed only by members holding that proportion of the total voting power on the question which is required by law or by these Articles of Organization, which ever requirement is higher, shall be sufficient for that purpose without the necessity for a meeting of the members.

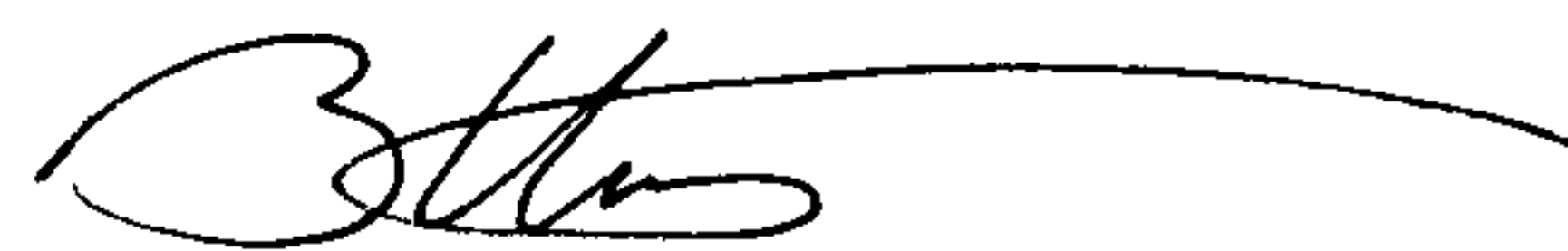
### **Article XII. Restriction on Transfer of Interest**

Except as expressly provided in the Operating Agreement, no member shall make any assignment, disposition or transfer for value of any membership interest in the Company or of any beneficial interest.

### **Article XIII. Cessation of Membership**

Except as expressly provided in the Operating Agreement, no member shall cease to be a member of the Company as a result of the assignment of that member's entire interest in the Company or the occurrence of one of the events described in Ala. Code 1975 § 10-12-36(b), et seq.

IN WITNESS THEREOF, the undersigned members executed these Articles of Organization on this the 26<sup>th</sup> day of March, 2010.



**Brian William Hulbert, Organizer**

THIS DOCUMENT PREPARED BY:  
Susan P. Billeaud, Attorney-at-Law