

STATE OF ALABAMA §

COUNTY OF SHELBY §

ARTICLES OF ORGANIZATION OF

BACT, LLC

WE, THE UNDERSIGNED, desiring to form a limited liability company pursuant to the provisions of Section 10-12-1 et seq., Code of Alabama, (1975), known as the Alabama Limited Liability Company Act (the “Act”), for the purposes hereinafter stated, do hereby adopt the following Articles of Organization:

ARTICLE I

NAME

The name of the limited liability company shall be BACT, LLC (the “Company”).

ARTICLE II

DURATION

The period of duration of the Company shall be perpetual, unless sooner terminated as provided in the Company’s Operating Agreement.

ARTICLE III

PURPOSES & POWERS

The purposes for which the Company is formed are for investing, acquiring, owning, financing, holding, managing, selling, exchanging, leasing, maintaining, constructing, developing or otherwise dealing with or disposing real property located in Tuscaloosa County, Alabama, and for



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the further purpose of transacting any or all lawful business for which limited liability companies may be formed under the Act, as in effect from time to time, related to such purposes.

The Company shall have all of the powers as set forth in Section 10-12-4, Code of Alabama (1975), as in effect from time to time, and such other powers as may be granted to limited liability companies in the State of Alabama or such other jurisdictions as the Company may be doing business from time to time, related to such purposes as stated above.

ARTICLE IV

REGISTERED OFFICE & AGENT

The location and mailing address of the Company's initial registered office is 210 Fawns Way, Pelham, Alabama 35124. The name of the Company's initial registered agent at such address is Bill Martin.

ARTICLE V

MEMBERSHIP

The names and addresses of the initial members of the Company are:

NAME

ADDRESS

Bill Martin

210 Fawns Way
Pelham, AL 35124

Alice Martin

210 Fawns Way
Pelham, AL 35124

Additional members may be admitted upon unanimous approval of the members in accordance with such other terms, conditions and procedures as may be imposed from time to time in the Company's Operating Agreement.

ARTICLE VI

CONTINUATION OF BUSINESS

Upon the occurrence of there being no members, the Company shall be dissolved. Notwithstanding the foregoing, the holders of the financial rights in the Company shall have the right to continue the legal existence and business of the Company and to appoint one or more new members upon an affirmative vote by the holders of all the financial rights in the Company.

ARTICLE VII

MANAGEMENT

The management of the Company shall be vested in its members.

ARTICLE VIII

POWER OF ATTORNEY

Each member, including new members who may be admitted from time to time hereafter, by the execution of these Articles of Organization, or an amendment hereto, irrevocably constitutes and appoints each of the other members of this Company as such member's true and lawful attorney-in-fact with full power and authority in such member's name, place and stead to execute, acknowledge, deliver, swear to, file and record at the appropriate public offices, such documents as may be necessary or appropriate to carry out the provisions of these Articles of Organization and the Company's Operating Agreement, including, but not limited to:

A. All certificates and other instruments (including counterparts of these Articles of Organization), and any amendment thereof that the member deems appropriate to form, qualify or continue the Company as a limited liability company in the jurisdictions in which the Company may

conduct business or in which such formation, qualification, or continuation is, in the opinion of the member, necessary to protect the limited liability of the members.

B. All conveyances and other instruments that the member deems appropriate to reflect the dissolution and termination of the Company.

This power of attorney may be exercised by any member, acting alone, for each member, or by listing all of the members and executing any instrument with a single signature of any member as attorney-in-fact for all of them.

This appointment by all members of the other members as attorney-in-fact shall be deemed to be a power coupled with an interest, in recognition of the fact that each member under these Articles of Organization shall be relying upon the power of the members to act as contemplated by these Articles of Organization and the Company's Operating Agreement and any filing in any other action on behalf of the Company, and shall survive the incapacity of any person hereby giving the power and the transfer or assignment of this interest. The foregoing power of attorney of a member shall survive each transfer only until such time as the transferee shall have been admitted to the Company as a new member and all required documents and instruments shall have been duly executed, filed, and recorded to effect a substitution of membership.

ARTICLE IX

ORGANIZER

The organizer of the Company shall be:

NAME

Matthew Q. Tompkins

ADDRESS

2200 Jack Warner Parkway, Suite 200
Tuscaloosa, Alabama 35401



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IN WITNESS WHEREOF, the undersigned, being the organizer of the Company, has
 hereunto set his hand and seal on this 9th day of July, 2010.

ORGANIZER:

MATTHEW Q. TOMPKINS

STATE OF ALABAMA §

COUNTY OF TUSCALOOSA §

I, the undersigned authority, a Notary Public in and for said County, in said State, hereby
 certify that MATTHEW Q. TOMPKINS, whose name is signed to the foregoing instrument, and who
 is known to me, acknowledged before me on this day that, being informed of the contents of the
 instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 9th day of July, 2010.

NOTARY PUBLIC
 My Commission Expires 5-16-2011

This instrument was prepared by:
 Matthew Q. Tompkins
 ROSEN HARWOOD, P.A.
 2200 Jack Warner Parkway,
 Suite 200 (35401)
 Post Office Box 2727
 Tuscaloosa, Alabama 35403-2727
 (205) 344-5000