

**ARTICLES OF ORGANIZATION
OF
DAVIS & ALLEN PROPERTIES, L.L.C.**

Pursuant to the provisions of Sections 10-12-1, et seq. of the Code of Alabama (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company is Davis & Allen Properties, L.L.C.

ARTICLE II

Duration

The Company shall have a perpetual duration, unless it is dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III

Purpose

The purposes for which the Company is formed are:

- (a) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real or personal property, or any interest therein, wherever situated, and sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real or personal property, or any interest therein;
- (b) To render to others, and to engage in the business of rendering to others, consulting, advisory, administrative, accounting, bookkeeping, and other services of every nature, kind and character, which it may legally render;
- (c) To engage in any industrial, manufacturing, mining, mercantile, trading, agricultural, excavation, service, or any kind or character whatsoever;
- (d) To act as agent, representative, or receiver, of any person, firm, corporation, or governmental entity, or instrumental in respect to any lawful undertaking or transaction;

Inst # 1996-35174

**10/22/1996-35174
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Inst # 1996-35174

(e) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interest in, or obligations of, corporations, associations, partnerships, individuals, or direct or indirect obligations of governmental entities or any instrumental thereof;

(f) To lend money, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested; and

(g) To engage in any other lawful act or activity for which limited liability companies may be organized to the Act.

ARTICLE IV

Registered Office; Registered Agent

The location and street address of the registered office of the Company shall be 8809 Highway 25, Calera, Alabama, 35040, and its registered agent at such address shall be Davis Brothers, a partnership.

ARTICLE V

Initial Members

The names and addresses of the initial members are:

Billy G. Allen
915 Main Street
Montevallo, Al. 35115

Davis Brothers, A Partnership
8809 Highway 25
Calera, Al. 35040

ARTICLE VI

Admission of Additional Members

Upon the unanimous written consent of the members, the managers of the Company may permit the admission of additional members and the terms and conditions of their admission shall be as set forth in the Company's Operating Agreement.

ARTICLE VII

Continuation of Business

The Company may be reconstituted and the business of the Company may be continued following an event of dissociation which terminates the membership of a member of the 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 business of the Company is continued by the written consent of all of the remaining members within 90 days after the occurrence of the event of dissociation.

ARTICLE VIII

Managers

The names and addresses of the managers of the Company, and who shall serve until their successors are elected and qualify, are:

Billy G. Allen
915 Main Street
Montevallo, Al. 35115

Gary M. Davis
8809 Highway 25
Calera, Al. 35040

J.L. Davis
8809 Highway 25
Calera, Al. 35040

IN WITNESS WHEREOF, these Articles have been subscribed as of the 22nd day of October, 1996 by the undersigned members, who affirm that the statements made herein are true under the penalties of perjury.

MEMBERS:

DAVIS BROTHERS, A PARTNERSHIP

By:


Gary M. Davis, General Partner


J.L. Davis, General Partner

Billy G. Allen



✓ This document prepared by:

G.M. Davis
8809 Highway 25
Calera, Alabama

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