

STATE OF ALABAMA

COUNTY OF SHELBY

ARTICLES OF ORGANIZATION

OF

M & M, L.L.C.

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12, of the Code of Alabama (1975), as amended (the "Alabama Limited Liability Company Act"), hereby file 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 affirm that the facts stated in these Article of Organization are true and correct:

**ARTICLE I**

**NAME OF COMPANY:** The name of the limited liability company is M & M, L.L.C. (the "Company").

**ARTICLE II**

**DURATION:** The period of duration of the Company shall be from the date of filing of these Articles of Organization with the Office of the Probate Judge for Shelby County, Alabama, until the first to occur of the following:

(1) Fifty (50) years from the date of filing of these Articles of Organization; or

(2) Dissolution of the Company pursuant to the laws of the State of Alabama or the Operating Agreement of the Company, as in effect from time to time.

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### ARTICLE III

**PURPOSES AND POWERS:** The purposes for which the Company is organized are to own, operate, and manage commercial real property, and any other lawful purpose for limited liability companies organized and existing by virtue of the laws of the State of Alabama. Additionally, the Company shall have all the powers vested in a limited liability company organized and existing by virtue of the laws of the State of Alabama.

### ARTICLE IV

**REGISTERED OFFICE AND AGENT FOR SERVICE OF PROCESS:** The location and mailing address of the initial registered agent of the Company shall be 3113 Harwick Drive, Hoover, AL 35242. The initial registered agent for service of process at the foregoing address shall be Matthew R. Moore.

### 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>
MATTHEW R. MOORE	3113 Harwick Drive Hoover, AL 35242
MICHAEL L. MOORE	2105 Southwood Road Birmingham, AL 35216

### ARTICLE VI

**ADDITIONAL MEMBERS:** Additional members may be admitted but only upon the unanimous written consent of the then existing members.

## ARTICLE VII

**CONTINUITY OF BUSINESS:** Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution, or dissociation of a member, or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the written consent of all the remaining members of the Company within 90 days after the occurrence of the terminating event.

## ARTICLE VIII

**MANAGEMENT:** The Company shall be managed by a manager or managers. The names and addresses of the managers who are to serve as managers until their successors are duly elected and qualified are as follows:

<u>Name</u>	<u>Mailing Address</u>
MATTHEW R. MOORE	3113 Harwick Drive Hoover, AL 35242
MICHAEL L. MOORE	2105 Southwood Road Birmingham, AL 35216

## ARTICLE IX

**NO LIABILITY:** The members of the Company shall have no liability for any debt, obligation, or liability of the Company, as provided in the Alabama Limited Liability Company Act.

## ARTICLE X

**PRINCIPAL PLACE OF BUSINESS:** The principal place of business in the State of Alabama for the Company is 3113 Harwick Drive, Hoover, AL 35242.

IN WITNESS WHEREOF, the undersigned, constituting all the members of the Company, have executed these Articles of Organization this the 24<sup>th</sup> day of March, 1997.

  
MATTHEW R. MOORE

  
MICHAEL L. MOORE

THIS INSTRUMENT PREPARED BY:

✓ W. ROSCOE JOHNSON, III, Attorney at Law  
Inzer, Stivender, Haney & Johnson, P.A.  
P.O. Drawer 287  
Gadsden, AL 35999  
(205) 546-1656

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