

STATE OF ALABAMA     ]  
SHELBY COUNTY        ]

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
GILBERT FAMILY PARTNERSHIP, LTD.**

The undersigned, desiring to form a Limited Partnership, pursuant to the laws of the State of Alabama, certifies as follows:

1.     Name. The name of the Partnership is **Gilbert Family Partnership, Ltd.**
2.     Registered Office, Registered Agent and Principal Place of Business.

The principal place of business of the Limited Partnership shall be at 5410 Saddlecreek Lane, Birmingham, Alabama 35242, and shall also be at such other place or places as the General Partner may hereafter determine. All partnership records and books shall be kept at the registered office. The street address of the **registered office** of the Limited Partnership and the name of the **registered agent** for service of process at such address shall be:

Gilbert Farms, L.L.C.  
5410 Saddlecreek Lane  
Birmingham, Alabama 35242

or such other address and/or agent as the General Partner may from time to time designate by filing a report with the Secretary of the State of Alabama, pursuant to Section 10-9B-104, Code of Alabama, 1975.

3.     Name and Mailing Address of the General Partner. The name and address of the General Partner is as follows:

Gilbert Farms, L.L.C.  
5410 Saddlecreek Lane  
Birmingham, Alabama 35242

4.     Term. The term for which the Partnership is to exist is from the date of filing this Certificate with the Office of the Judge of Probate until the close of business on December 31, 2048.

Inst # 1998-47730

12/02/1998-47730  
10:04 AM CERTIFIED  
SHELBY COUNTY JUDGE OF PROBATE  
002 CRH 11.00

IN WITNESS WHEREOF, the General Partner hereby executes this Agreement on the day and year hereinafter written.

GILBERT FARMS, L.L.C.  
GENERAL PARTNER

11/20/98  
Date

By: \_\_\_\_\_

*Key W. Gilbert, Jr.*

Key W. Gilbert, Jr.

Its: Member

**PREPARED BY:**

Glenn E. Estess, Jr., Esq.  
SPAIN & GILLON, L.L.C.  
2117 Second Avenue North  
Birmingham, Alabama 35203  
(205)328-4100

F:\1366\0002\1998\LT02.CER

Inst # 1998-47730

12/02/1998-47730  
10:04 AM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

002 CRH 11.00