

STATE OF ALABAMA)

SHELBY COUNTY)

12/11/1998-49601

ARTICLES OF ORGANIZATION OF CERTIFIED

CAFÉ 31, LLC

SHELBY COUNTY JUDGE OF PROBATE
003 CCH 00.00

Inst # 1998-49601

We, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the Limited Liability Company is CAFÉ 31, LLC.
2. The term of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of Shelby County, Alabama, and shall continue until December 31, 2030, provided, however, that the Limited Liability Company shall terminate and dissolve prior to such date (a) upon the unanimous written consent of the members; (b) as provided in the Operating Agreement; or (c) as may be required by the Alabama Limited Liability Company Act.

3. The purpose for which this Limited Liability Company is organized is:

To acquire, own, operate and manage a restaurant known as Café 31 located in Pelham, Alabama, and any and all other acts associated with a restaurant business and to transact any or all other lawful business for which Limited Liability Companies may be organized under the Alabama Limited Liability Company Act.

4. The location and mailing address of the initial registered office shall be 2147 Hwy 31 Pelham, Alabama 35124, and the name of the initial registered agent at that address shall be DeWayne Wooten

5. The names and mailing addresses of the initial members in the Limited Liability Company are as follows:

NAME

MAILING ADDRESS

DeWayne Wooten



2147 Hwy 31

Pelham, Alabama 35124

Darlana Herron



2147 Hwy 31

Pelham, Alabama 35124

Ren Lawson



9340 Helena Road Suite E

Birmingham, Alabama 35244

6. The members of the Limited Liability Company shall have the right to admit additional members upon the unanimous written consent of all members of the Limited Liability Company.

7. The members of the Limited Liability Company shall have the right to continue the business of the Limited Liability Company upon the death, incompetency, retirement, resignation, removal, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the Limited Liability 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 legal existence and business of the Limited Liability Company is continued by a written consent of all the remaining members within 90 days after the occurrence of the event of dissociation or as otherwise stated in the articles of organization.

3. The Limited Liability Company shall be managed by its members.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this the 19 day of August, 1998.

DeWayne Wooten
DeWayne Wooten

Darlena Herron
Darlena Herron

Ren Lawson
Ren Lawson

STATE OF ALABAMA)
WALKER COUNTY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that DeWayne Wooten, 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 said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19th day of, August, 1998.

Opie A. Rochester 5/25/2001
NOTARY PUBLIC MY COMMISSION EXPIRES

STATE OF ALABAMA)
WALKER COUNTY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Darlena Herron, 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 said instrument, he executed the same voluntarily on the day the same bears date.

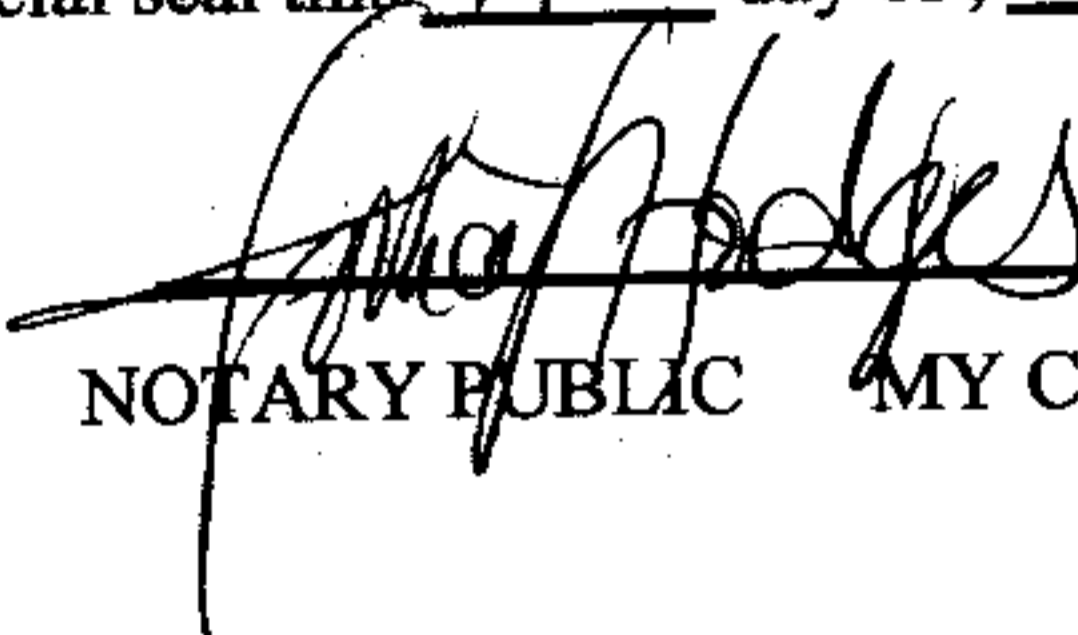
Given under my hand and official seal this 19th day of, August, 1998.

Opie A. Rochester 5/25/2001
NOTARY PUBLIC MY COMMISSION EXPIRES

STATE OF ALABAMA)
WALKER COUNTY)

I, the undersigned, a Notary Public in and for said county, in said state, hereby certify that Ren Lawson, 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 said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 19 day of, August 1998.


NOTARY PUBLIC STATE AT LARGE
MY COMMISSION EXPIRES: DECEMBER 11, 2000
BONDED THRU NOTARY PUBLIC UNDERWRITERS
NOTARY PUBLIC MY COMMISSION EXPIRES

Inst # 1998-49601
-2a- 12/11/1998-49601
02:54 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
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