

State of Alabama     )  
Shelby County        )

**ARTICLES OF ORGANIZATION  
OF  
LONGMEADOW WEST, LLC**

The undersigned adopt the following Articles of Organization for the purpose of forming a limited liability company under the provisions of the Alabama Legislature and known as the Alabama Limited Liability Company Act (the "Act"):

**ARTICLE I  
NAME**

The name of the limited liability company, referred to in these Articles as "Company", is "Longmeadow West, LLC."

**ARTICLE II  
DURATION**

The period of duration of the Company is fifty years beginning on the date these Articles of Organization are dated at the end hereof unless sooner dissolved.

**ARTICLE III  
PURPOSE**

The purposes for which the Company is organized are to act as a land development company and to conduct such other lawful business for which limited liability companies may be organized under the Act as may be specifically authorized by the members.

**ARTICLE IV  
REGISTERED AGENT AND OFFICE**

The name of the Company's initial registered agent in Alabama is Mary F. Roensch. The address and location of the Company's registered office in Alabama and the address of the said agent is 931 Pumpkin Hollow Road, Sterrett, Alabama 35147.

**ARTICLE V  
INITIAL MEMBERS**

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

Mary F. Roensch	931 Pumpkin Hollow Road, Sterrett, Alabama 35147
M. Allison Roensch	931 Pumpkin Hollow Road, Sterrett, Alabama 35147

**ARTICLE VI  
NEW MEMBERS**

The members shall have the right to admit additional members upon the terms and conditions specified by the then members. A member shall have the right to transfer his rights to be a member upon the prior consent of the other members.

**ARTICLE VII  
DISSOLUTION**

The Company shall be liquidated and dissolved at any time upon the action of the members.

**ARTICLE VIII  
INITIAL MANAGERS**

The initial manager of the Company to serve until her successor is chosen by the members is Mary F. Roensch whose address is 931 Pumpkin Hollow Road, Sterrett, Alabama 35147.

**ARTICLE IX  
MISCELLANEOUS MATTERS**

The Company shall have all of the powers of a limited liability company that are set out in the Act. The members have executed an operating agreement which shall govern the operation of the Company.

The Company shall be treated as a partnership for purposes of federal and state income tax purposes and for other State of Alabama Department of Revenue applications.

The either manager shall have the right to act on behalf of the Company in all matters.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Alabama Limited Liability Company Act, the undersigned member has executed these Articles of Organization as of the 8<sup>th</sup> day of ~~February~~ MARCH, 1999.

  
\_\_\_\_\_  
MARY F. ROENSCH  
Member of Longmeadow West, LLC

This instrument prepared by: Thomas A. Ritchie, Ritchie & Rediker, LLC, 312 North 23<sup>rd</sup> Street, Birmingham, Alabama 35203.