

Inst # 2000-45526

ARTICLES OF ORGANIZATION

OF

R & B LIGHTING, L.L.C.

The undersigned, being all the members of R & B LIGHTING, L.L.C., a limited liability company formed pursuant to Section 10-12-1 et. seq. of the Alabama Code, adopt the following Articles of Organization for such company:

FIRST: The name of the company is R & B Lighting, L.L.C., d/b/a Outdoor Lighting Perspectives.

SECOND: The term of the 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 for a period of ninety-nine (99) years thereafter; provided, however, that the company shall be dissolved prior to such date (a) upon the written consent of the holders of the portion of the ownership interest of the company specified in the Operating Agreement, as amended from time to time, (b) as provided in the Operating Agreement, as amended from time to time, or (c) as may be required by the Alabama Limited Liability Company Act, as amended from time to time.

THIRD: The purpose or purposes for which the Company is organized are (i) to own, manage and operate an outdoor lighting business, including design, installation, sales, repair, replacement and services of all kinds and character for residential, commercial and industrial projects; (ii) to buy, sell, own, trade or otherwise handle and deal in, either as principal or agent, and upon commission or otherwise, all kinds of real and personal property whatsoever, and to render services of all kinds and descriptions; and (iii) to transact such other business as may be permitted under the laws of the State of Alabama.

FOURTH: The names and addresses of the initial members of the Company are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Robert B. Lyons, III	2974B Sidco Drive Nashville, Tennessee 37204
Robert Pedersen	1115 King Arthur Court Alabaster, Alabama 35007

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FIFTH: The address of the initial registered office of the company is 1115 King Arthur Court, Alabaster, Alabama 35007, and the name of its initial registered agent at such address is Robert Pedersen.

SIXTH: The Company shall be managed by its Managing Member.

SEVENTH: The members shall have no right to admit additional members, except in accordance with the Operating Agreement, as amended from time to time.

EIGHTH: The remaining members of the Company shall have the right to continue the Company after the occurrence of an event of dissociation terminates the membership of a member as provided in the Operating Agreement, as amended from time to time.

IN WITNESS WHEREOF, the undersigned hereby declare and certify that the facts stated herein are true and correct, and for the purpose of forming a limited liability company pursuant to the laws of the State of Alabama they hereunto have signed these Articles of Organization as of the 21 day of DECEMBER, 2000.


Robert B. Lyons, III


Robert Pedersen

THIS INSTRUMENT PREPARED BY:
Terry W. Gloor
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