

This Instrument was prepared by:  
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STATE OF ALABAMA)  
COUNTY OF JEFFERSON)

## ARTICLES OF ORGANIZATION

OF

### STES PROPERTIES, L.L.C.

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 17 of the Code of Alabama (1973), 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 agent of the limited liability company will be located and affirm that the facts stated in these Articles of Organization are true and correct:

#### ARTICLE I

The name of the limited liability company is **STES Properties, L.L.C.** (the "Company").

#### ARTICLE II

The period of duration of the Company is perpetual and shall continue until the first to occur of the following:

- (a) 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; or
- (b) Upon the written unanimous consent of all the members of the Company.
- (c) Events specified in these articles or operating agreement.

#### ARTICLE III

The purposes for which the Company is organized are as follows:

- (a) To engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Alabama.
- (b) To acquire, own, maintain, develop, improve, sell, lease or otherwise dispose of

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real estate.

(c) To borrow money and to evidence the same by notes or other evidences of indebtedness and to secure the same by mortgage, deed of trust, pledge or other lien or security interest in furtherance of any or all of the purposes of the Company;

(d) To enter into, perform and carry out contracts and agreements necessary, appropriate or incidental to the accomplishment of the purposes of the Company; and

(e) To do any other acts and things which may be necessary, appropriate or incidental to the carrying out of the business and purposes of the company, subject to the terms and conditions of this Operating Agreement.

#### **ARTICLE IV**

The location and mailing address of the initial registered office of the company shall be **1111 Berwick Road, Birmingham, Alabama 35233**. The initial registered agent for service of process at the foregoing address shall be **Richard R. Agee**.

#### **ARTICLE V**

The names and mailing addresses of the initial members of the company are as follows:

<b>NAME</b>	<b>MAILING ADDRESS</b>
Richard Agee	1111 Berwick Road, Birmingham, Al 35233
Jeffrey G. Davis	310 Boxbury Court, Old Hickory, TN 37138
Raleigh J. Williams	1746 Linda Drive, NW, Clinton, MS 39056
James A. Harrell	137 Lakeview Drive, Canton, MS 39046

#### **ARTICLE VI**

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

## ARTICLE VII

The members of the Company shall have the right to continue the business of the Company upon the death, retirement, resignation, 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 Company is continued by a written consent of all the remaining members within 90 days after the occurrence of the event of dissociation.

## ARTICLE VIII


The Company shall be managed by its members.

## ARTICLE IX


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.

IN WITNESS WHEREOF, the undersigned, constituting all the members of the Company, have executed these Articles of Organization this the 19<sup>th</sup> day of December, 2000

  
RICHARD R. AGEE

  
JEFFREY G. DAVIS

  
RALEIGH J. WILLIAMS

  
JAMES A. HARRELL

# CERTIFICATE OF FORMATION

OF

## STES PROPERTIES, L.L.C.

To: The Secretary of State  
State Alabama

**THE UNDERSIGNED**, for the purposes of forming a limited liability company pursuant to the provisions of the Alabama Statutes, hereby executes the following Certificate of Formation:

**FIRST:** The name of the limited liability company is:

STES Properties, L.L.C.


**SECOND:** The company has two or more members.

**THIRD:** The address of the limited liability company's initial registered office is: 1111 Berwick Road, Birmingham, AL 35233

**FOURTH:** This Certificate shall be effective upon the date of the filing.

**FIFTH:** The duration of the company shall be perpetual.

**IN WITNESS WHEREOF**, the undersigned, an authorized person over the age of eighteen, has signed this Certificate of Formation on the 9 day of December, 2000

  
\_\_\_\_\_  
RICHARD R. AGEE

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