

STATE OF ALABAMA)
COUNTY OF SHELBY)

**ARTICLES OF ORGANIZATION
OF
J.D. ENTERPRISES, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), 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 J.D. Enterprises, L.L.C. (the "Company").

ARTICLE II

The period of duration of the Company shall be from the date of filing of these Articles of Organization with the Office of the Probate Judge for Shelby County, Alabama 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.

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 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 60 Chelsea Corners, Number 215, Chelsea, Alabama 35043. The initial registered agent for service of process at the foregoing address shall be J. Darrell Vines.

ARTICLE V

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

<u>NAME</u>	<u>MAILING ADDRESS</u>
J. Darrell Vines	60 Chelsea Corners, Number 215 Chelsea, Alabama 35043
Sherry A. Vines	60 Chelsea Corners, Number 215 Chelsea, Alabama 35043

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

Upon the cessation of membership of a member of the Company or the occurrence of any other event which terminates the continued membership of a member in the Company under the Alabama Limited Liability Company Act, the business of the Company shall not be continued and the Company shall be dissolved unless there is at least one remaining member of the Company, or if the holders of all financial rights, including a member's heirs, devisees or personal representative agree in writing within ninety (90) days of the occurrence of such

terminating event to continue the legal existence of the Company and appoint one or more new members.

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.

ARTICLE X

The name and mailing address of the organizer of the Company:

NAME

Kevin A. McNamee

MAILING ADDRESS

800 Shades Creek Parkway
Suite 400
Birmingham, Alabama 35209

IN WITNESS WHEREOF, the undersigned, as organizer of the Company, has executed these Articles of Organization this the 23rd day of May, 2001.


Kevin A. McNamee

✓ This instrument prepared by:
Kevin A. McNamee, Esquire
Wallace, Jordan, Ratliff & Brandt, L.L.C.
800 Shades Creek Parkway, Suite 400
Birmingham, Alabama 35209

Inst # 2001-21922

ARTICLES OF ORGANIZATION
J.D. Enterprises, L.L.C.

05/30/2001-21922

02:48 PM CERTIFIED

SHELBY COUNTY JUDGE OF PROBATE

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