

STATE OF ALABAMA     )

SHELBY COUNTY         )

**ARTICLES OF ORGANIZATION**  
**OF**  
**RMG, LLC**

The undersigned, acting as the organizer of a limited liability company under Title 10, Chapter 12 of the Code of Alabama (1975), as amended (the “Alabama Limited Liability Company Act”), hereby files the following Articles of Organization with the probate judge of the County in which the initial registered office of the limited liability company will be located and attests that the facts stated in these Articles of Organization are true and correct:

**ARTICLE I**

**NAME**

The name of this limited liability company (the “Company”) shall be: RMG, LLC.

**ARTICLE II**

**DURATION**

The period of duration is perpetual unless the Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or its Operating Agreement.

**ARTILCE III**

**PURPOSES**

The nature of the business of the Company and its objects, purposes and powers are:

- (a) To design and empliment construction schemematics.
- (b) In general, to carry on any other lawful business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the Company.

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The enumeration herein of the powers, objects and purposes of the Company shall not be deemed to exclude or in any way limit by inference any powers, objects or purposes which the Company is empowered to exercise, whether expressly by purpose or by any of the laws of the State of Alabama or any reasonable construction of such laws.

#### **ARTICLE IV**

##### **REGISTERED AGENT/OFFICE**

The location and mailing address of the initial registered office of the Company shall be 4516 Valleydale Road, Suite B, Birmingham, Alabama 35242, and its registered agent at such address shall be Rhonda Megginson Gilbert.

#### **ARTICLE V**

##### **INITIAL MEMBERS**

The name and address of the initial members (the "Members") of the Company are:

##### **MEMBER**

##### **ADDRESS**

Rhonda Megginson Gilbert

4516 Valleydale Road, Suite B  
Birmingham, Alabama 35242

#### **ARTICLE VI**

##### **ADDITIONAL MEMBERS**

The Members reserve the right to admit additional Members in the manner provided in the Company's Operating Agreement.

#### **ARTICLE VII**

##### **OPERATING AGREEMENT**

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of Alabama or these Articles.

## ARTICLE VIII

### CONTINUATION UPON CESSATION OF MEMBER

The Members shall have the right to continue the Company upon the cessation of a Member's interest in the Company as long as there is at least one remaining Member or (i) the holders of all of the financial rights in the Company agree in writing within 90 days of the cessation of membership of the last Member to continue the legal existence and business of the Company and to appoint one or more Members or (ii) the legal existence and business of the Company is continued and one or more Members are appointed in the manner stated in the Operating Agreement.

## ARTICLE IX

### MANAGEMENT

The Company's business and operations shall be managed by one or more managers (each, a "Manager") pursuant to the provisions governing the management of the Company as set forth in the Company's Operating Agreement. The name and mailing address of the initial managers are:

#### NAME

Rhonda Megginson Gilbert

#### ADDRESS

4516 Valleydale Road, Suite B  
Birmingham, Alabama 35242


## ARTICLE X

### ORGANIZER

The name and address of the organizer of the Company are as follows:

✓ P.K. Smartt, Esq.  
4 Office Park Circle, Suite 204  
Birmingham, Alabama 35223

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization, on this, the 23<sup>rd</sup> day of May, 2001.

  
Inst. # ~~2801-28115~~  
P.K. Smartt, Organizer

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