

**ARTICLES OF ORGANIZATION  
OF**

**280 PLAZA, LLC**

Pursuant to the Alabama Limited Liability Company Act ("Act"), the undersigned acting as organizer of a limited liability company hereby adopts the following Limited Liability Company ("Company") Articles of Organization:

**ARTICLE I**

**NAME**

**280 PLAZA, LLC**

**ARTICLE II**

**DURATION**

The term shall expire on December 31, 2050, unless the Company shall be sooner dissolved and its affairs wound up in accordance with the Alabama Limited Liability Company Act or the Operating Agreement.

**ARTICLE III**

**PURPOSES**

The Limited Liability Company has been organized for the following purposes:

To operate, conduct and maintain a business engaged in the acquisition, development, management and brokerage of mortgages and real estate and to engage in any lawful business permitted under Alabama law as may be agreed upon by the Members.

**ARTICLE IV**

**REGISTERED AGENT/OFFICE**

The location and street address of the initial registered office shall be at 2123 Lake Heather, Birmingham, Alabama 35242, and its registered agent at such address shall be David B. Keith.

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**ARTICLE V**  
**INITIAL MEMBERS**

The names and addresses of the initial Members are:

<u>Name</u>	<u>Address</u>
David B. Keith	2123 Lake Heather Birmingham, Alabama 35242
R. Leon Alliston	P.O. Box 380456 Birmingham, Alabama 35238-0456

**ARTICLE VI**  
**MANAGER**

The names and addresses of the managers who are to serve until the first annual meeting of members or until their successors are elected and qualify are:

<u>Name</u>	<u>Address</u>
David B. Keith	2123 Lake Heather Birmingham, Alabama 35242
R. Leon Alliston	P.O. Box 380456 Birmingham, Alabama 35238-0456

**ARTICLE VII**  
**ADMISSION OF ADDITIONAL MEMBERS**

The Members may permit the admission of Additional Members upon the unanimous consent of all the Members of the Company.

**ARTICLE VIII**  
**CESSATION OF MEMBERSHIP/DISSOLUTION**

The cessation of membership of one or more Members shall constitute a Dissolution Event only if there is no remaining Member, unless the holders of all the financial rights in the Company agree in writing, within 90 days after the cessation of membership of the last Member, to continue the legal existence and business of the Company and appoint one or more new Members

IN WITNESS WHEREOF, the undersigned, as Organizer of the Company, has executed these Articles of Organization on this 6<sup>th</sup> day of September, 2001.

David B. Keith

David B. Keith, Organizer

THIS DOCUMENT PREPARED BY:

Guy V. Martin, Jr., Esq.  
Martin, Rawson & Woosley, P.C.  
#2 Metroplex Drive, Suite 102  
Birmingham, Alabama 35209

Inst # 2001-39177

3

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