

STATE OF ALABAMA       §  
SHELBY COUNTY         §

**ARTICLES OF ORGANIZATION  
OF THE  
BENSON FAMILY, LLC**

These Articles of Organization were prepared and filed in accordance with and pursuant to the Alabama Limited Liability Company Act, (Acts 1993, No. 93-724, Code of Alabama § 10-12-1 *et. seq.*, as amended by Acts 1997, No. 97-920) as now in effect or as hereafter amended or revised, hereinafter referred to as the “Act.”

1. The name of the limited liability company is the Benson Family, LLC, hereinafter referred to as the “Company”.
2. The period of duration is perpetual.
3. The purpose of the Company is to provide a business structure for the members of the family of Velma Benson that will enable them to pool and invest assets with a goal towards long-term growth of investments under consolidated ownership and management. To accomplish this general purpose, the Company shall acquire, buy, sell, develop, improve, maintain, lease, invest in, operate, and manage such securities, real estate, and other assets as the Manager may determine. The Company may pursue these activities through the direct ownership of some or all such property, indirectly through the ownership of interests in joint ventures, partnerships, or other entities (without regard to whether the Company controls any such entity), or in any other manner that the Manager deems appropriate. In addition, the Company may pursue any other lawful activities that the Manager deems appropriate. The Company is created (i) to pool assets to lower operating costs and increase diversity, thereby increasing asset value over time, (ii) to simplify annual giving and the management of assets through consolidation, (iii) to protect Company assets from creditors of individual Members, including protection against claims of divorced spouses, and (iv) to protect the personal assets of the Members from debts of or claims

arising in connection with the ownership and operation of any real estate owned by the Company. In addition the Company may engage in any activity for which Limited Liability Companies may be formed under the Act. The Company shall have all the powers necessary or convenient to affect any purpose for which it is formed, including all powers granted by the Act.

4. The name of the registered agent is Betty B. Dorough and the address of the registered agent is 3909 Highway 47 South, Shelby, Alabama, 35143.

5. The names and mailing addresses of the initial members and organizers of the Company are:

Velma Benson  
P.O. Box 96  
Shelby, AL 35143

✓ Betty B. Dorough  
P.O. Box 67  
Shelby, AL 35143

Eddie Eugene Benson  
P.O. Box 72  
Shelby, AL 35143

6. No right is given to members to admit new members.

7. A member's death, a member becoming bankrupt, or the termination of a member's interest in the Company shall not dissolve the Company. A member's legal representative shall have all the rights of the member for the purpose of settling the member's estate and such power as the member possessed to transfer his or her membership interest and to join with the transferee thereof in satisfying the conditions precedent to such transferee becoming a substitute member pursuant to the operating agreement. The Company shall be dissolved when there is no remaining member, unless the legal existence and business of the Company is continued and one or more new members are appointed by any former member by any writing including a will.

8. The limited liability company is to be managed by one a manager. The name and address of the manager who is to serve as manager until her successor is elected and qualified is:

✓ Betty B. Dorough  
P.O. Box 67  
Shelby, AL 35143

9. These Articles may only be amended by the Manager.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed the 2 day of Oct, 2002.

  
VELMA BENSON

  
BETTY B. DOROUGH

  
EDDIE EUGENE BENSON

This instrument prepared by:  
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