

STATE OF ALABAMA)
SHELBY COUNTY)


20021105000549870 Pg 1/2 80.00
Shelby Cnty Judge of Probate, AL
11/05/2002 13:35:00 FILED/CERTIFIED

**ARTICLES OF ORGANIZATION
OF
LAND IMPROVEMENT SERVICES, LLC**

We, the undersigned, desiring to form a Limited Liability Company pursuant to the laws of the State of Alabama, certify as follows:

1. The name of the Limited Liability Company is LAND IMPROVEMENT SERVICES, L.L.C.

2. The existence of the Limited Liability Company shall commence on the date of the filing of these Articles of Organization in the Office of the Judge of Probate of SHELBY County, Alabama, and shall continue until December 31, 2050, provided, however, that the Limited Liability Company shall be dissolved prior to such date (a) upon the written consent of all of the members; (b) as provided in the Operating Agreement; or (c) as may be required by the Alabama Limited Liability Company Act.

3. The purpose for which this Limited Liability Company is organized is to improve land by excavation or otherwise and to engage in all other business permitted under the laws of the State of Alabama.

4. The location and mailing address of the initial registered office shall be 250 Yeager Parkway, Suite C, Pelham, Alabama, 35124, and the name of the initial registered agent at this address shall be Connor Farmer.

5. The names and mailing addresses of the initial members in the Limited Liability Company are as follows:

<u>NAME</u>	<u>MAILING ADDRESS</u>
Connor Farmer	250 Yeager Parkway, Suite C Pelham, Al. 35124
Harold L. Hall, Jr.	250 Yeager Parkway, Suite C Pelham, Al. 35124

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

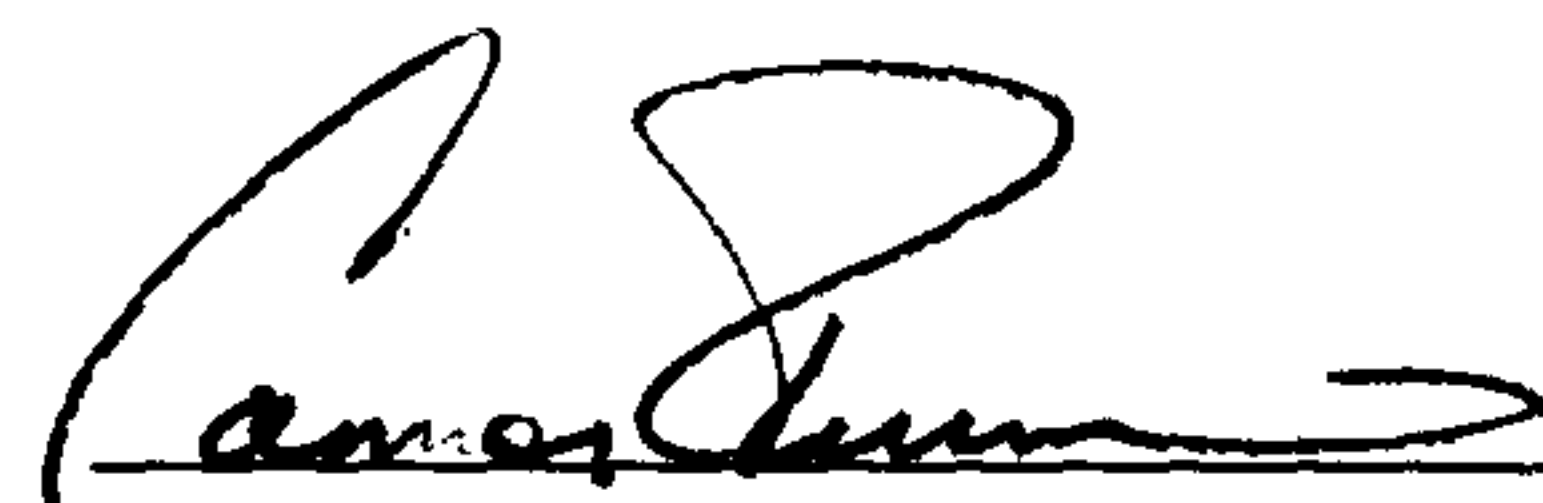
7. The members of the Limited Liability Company shall have the right to continue the

business of the Limited Liability 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 Limited Liability company is continued by a written consent of all the remaining members within ninety (90) days after the occurrence of the event of dissociation.

8. The Limited Liability Company shall be managed by the Managing Members as set out in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned have affixed their hands and seals on this 30 day of OCTOBER, 2002.

MEMBERS:

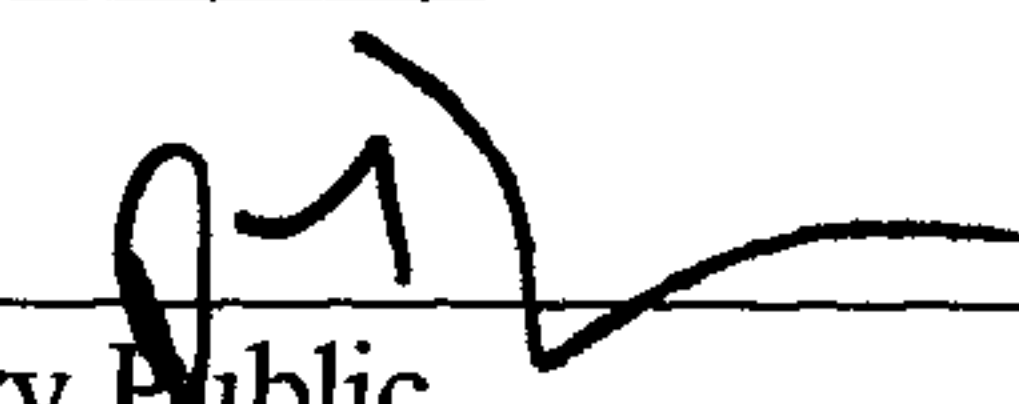

Connor Farmer


Harold L. Hall, Jr.

STATE OF ALABAMA)
JEFFERSON COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Connor Farmer and Harold L. Hall, Jr., whose names are signed tot he foregoing instrument, and who are known to me, acknowledged before me on this day, that being informed of the contents of the foregoing instrument they executed the same voluntarily on the day the same bears date.

Given under my hand and seal this 30 day of OCTOBER, 2002.


Notary Public
My Commission Expires: 3-1-06

This instrument prepared by:
James F. Burford, III
Attorney at Law
1318 Alford Avenue
Suite 101
Birmingham, Alabama 35226