

**ARTICLES OF ORGANIZATION
OF
I & F PROPERTIES, LLC**

Pursuant to the Provisions of Sections 10-12-1, *et seq.* of the Code of Alabama (1975), the undersigned hereby adopt the following Limited Liability Company Articles of Organization.

ARTICLE I
Name

The name of the limited liability company is I & F PROPERTIES, LLC (the "Company").

ARTICLE II
Duration

The Company shall have a duration from the date of organization until December 31, 2052 unless it is dissolved and its affairs wound up prior to that date in accordance with the Alabama Limited Liability Company Act (the "Act").

ARTICLE III
Purposes

The purposes for which the Company is formed are:

- (a) To engage in the development and sale of real estate, and to engage in any and all business activities related to or incidental thereto.
- (b) To engage in any other lawful act or activity for which limited liability companies may be organized pursuant to the Act.

ARTICLE IV
Registered Office; Registered Agent

The location and street address of the initial registered office of the Company shall be 2858 Highway 31 South, Pelham, Alabama 35124, and its registered agent at such address shall be Steve Issis.

ARTICLE V
Initial Members and Organizer

The names and addresses of the initial members are:

Moiz Fouladbakhsh - 2057 Valleydale Road, Suite 200 - Birmingham, AL 35125

Steve Issis - 2858 Highway 31 South - Pelham, AL 35124

John Issis - 2858 Highway 31 South - Pelham, AL 35124

The name and address of the Organizer is:

James J. Odom, Jr.
Post Office Box 11244
Birmingham, Alabama 35202-1244

ARTICLE VI
Admission of Additional Members

Upon the unanimous written consent of the members, the Company may permit the admission of additional members and the terms and conditions of their admission shall be set forth in the Company's Operating Agreement.

ARTICLE VII
Cessation of Membership

The cessation of membership of one or more members will not result in the dissolution of the Company.

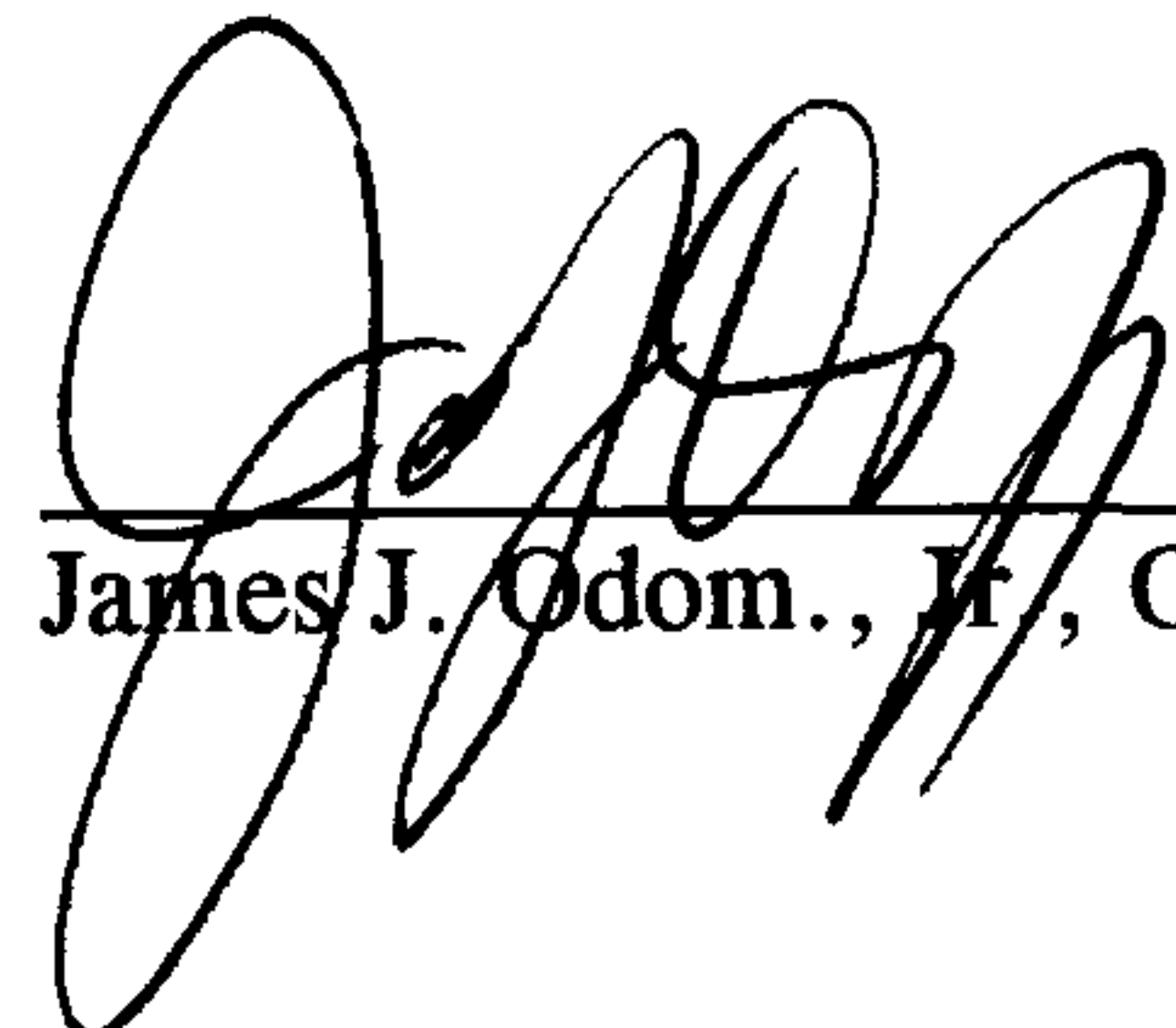
ARTICLE VIII
Managers

The managers of the company shall have the power to manage the business and affairs of the company as provided in the Operating Agreement. The names and addresses of the managers of the Company, and who shall serve until their successors are elected and begin serving are:

Moiz Fouladbakhsh - 2057 Valleydale Road, Suite 200 - Birmingham, AL 35244

Steve Issis - 2858 Highway 31 South - Pelham, Alabama 35124

IN WITNESS WHEREOF, these Articles have been subscribed as of the 6th day of November, 2002 by the undersigned organizer, who affirms that the statements made herein are true under the penalties of perjury.



James J. Odom., Jr., Organizer

Prepared By:
James J. Odom, Jr.
Post Office Box 11244
Birmingham, AL 35202-1244

