


STATE OF ALABAMA)

SHELBY COUNTY)


20030219000104440 Pg 1/2 \$0.00
Shelby Cnty Judge of Probate, AL
02/19/2003 13:15:00 FILED/CERTIFIED

**ARTICLES OF ORGANIZATION
OF
VESTAVIA WINE CELLAR, LLC**

The undersigned organizer, desiring to form a limited liability company pursuant to the laws of the State of Alabama, certifies as follows:

1. The name of the limited liability company is Vestavia Wine Cellar, LLC.
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 Jefferson County, Alabama, and its duration shall be perpetual; provided, however, that the limited liability company shall be dissolved (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 engage in the transaction of any or all lawful business for which limited liability companies may be organized under the laws of the State of Alabama.
4. The location and mailing address of the initial registered office shall be 2012 Eagle Crest Court, Birmingham, Alabama 35242, and the name of the initial registered agent at said address shall be Allen J. Young.
5. The names and mailing addresses of the initial members of the limited liability company are as follows:

NAME

MAILING ADDRESS

Allen J. Young

2012 Eagle Crest Court
Birmingham, AL 35242

Suzanne H. Knight

2200 Comer Place
Birmingham, AL 35216

6. The members of the limited liability company shall have the right to admit additional members to the limited liability company, as provided in the Operating Agreement.
7. The limited liability company shall be managed by its members.
8. The name and mailing address of the organizer of the limited liability company is as follows

NAME

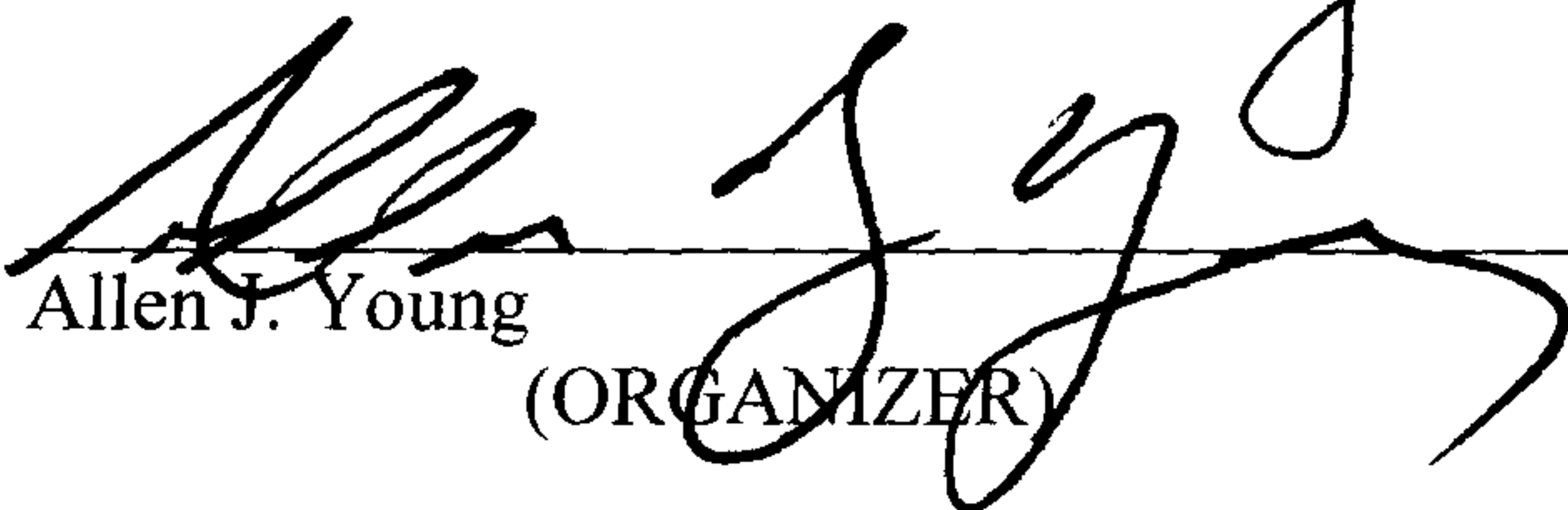
Allen J. Young

MAILING ADDRESS

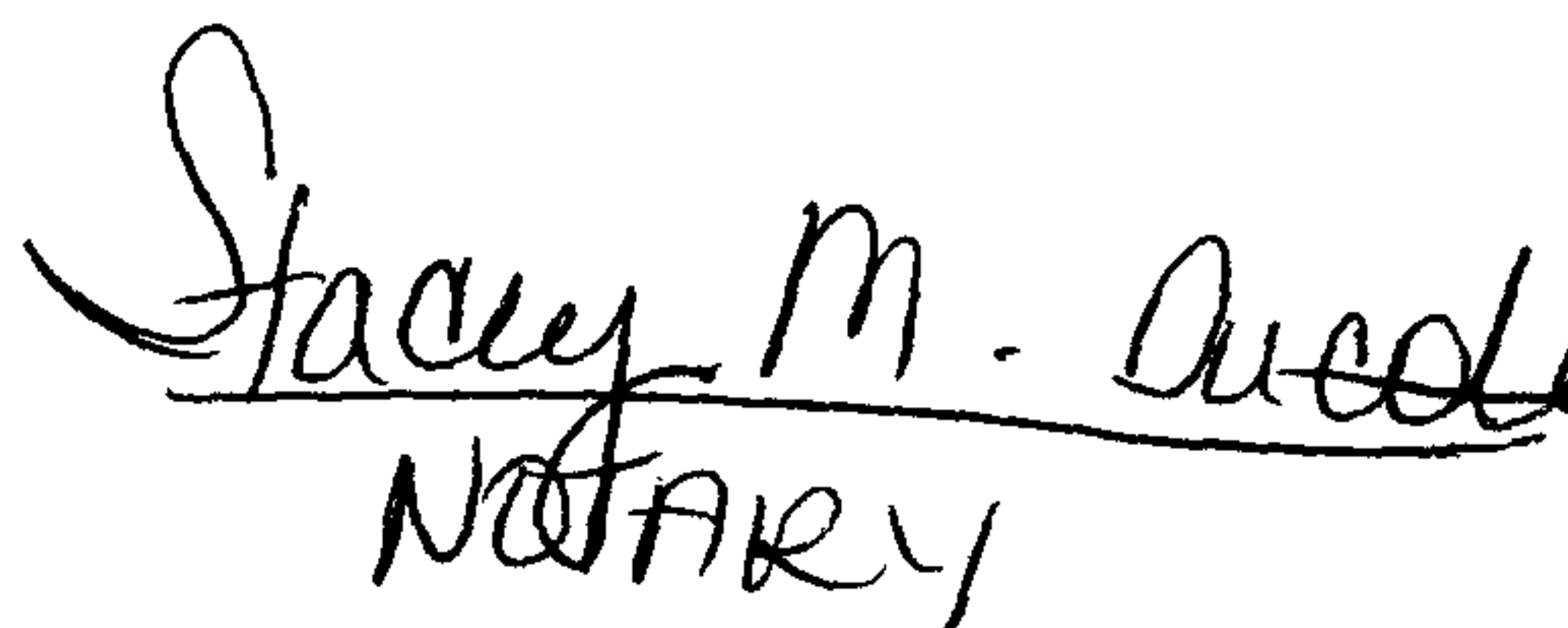
2012 Eagle Crest Court
Birmingham, AL 35242

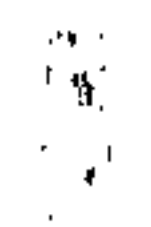
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IN WITNESS WHEREOF, the undersigned, an authorized person of the limited liability company, has affixed her hand and seal on this 17th day of February, 2003.


Allen J. Young
(ORGANIZER)

This instrument was prepared by:
John H. Cooper, Esq.
Sirote & Permutt, P.C.
P.O. Box 55727
Birmingham, Alabama 35255-5727


NOTARY

 FEB 19, 2003