

**ARTICLES OF ORGANIZATION
OF
E & R PROPERTIES, 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 E & R Properties, 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 Shelby County, Alabama, and shall continue until it is dissolved as provided in the Operating Agreement, or if no provision in the Operating Agreement governs the duration of the Limited Liability Company, as may be required by the Alabama Limited Liability Company Act.

3. The purposes for which this Limited Liability Company is organized are: to own, purchase, sell, transfer, mortgage, develop, market, and otherwise deal in real estate, and 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:

✓ 621 Valleyview Drive, Pelham, AL 35124

The name of the initial registered agent at said address is:

✓ Eddie R. Gentry

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


<u>NAME</u>	<u>MAILING ADDRESS</u>
Eddie R. Gentry	621 Valleyview Drive, Pelham, AL 35124
Robin L. Gentry	621 Valleyview Drive, Pelham, AL 35124

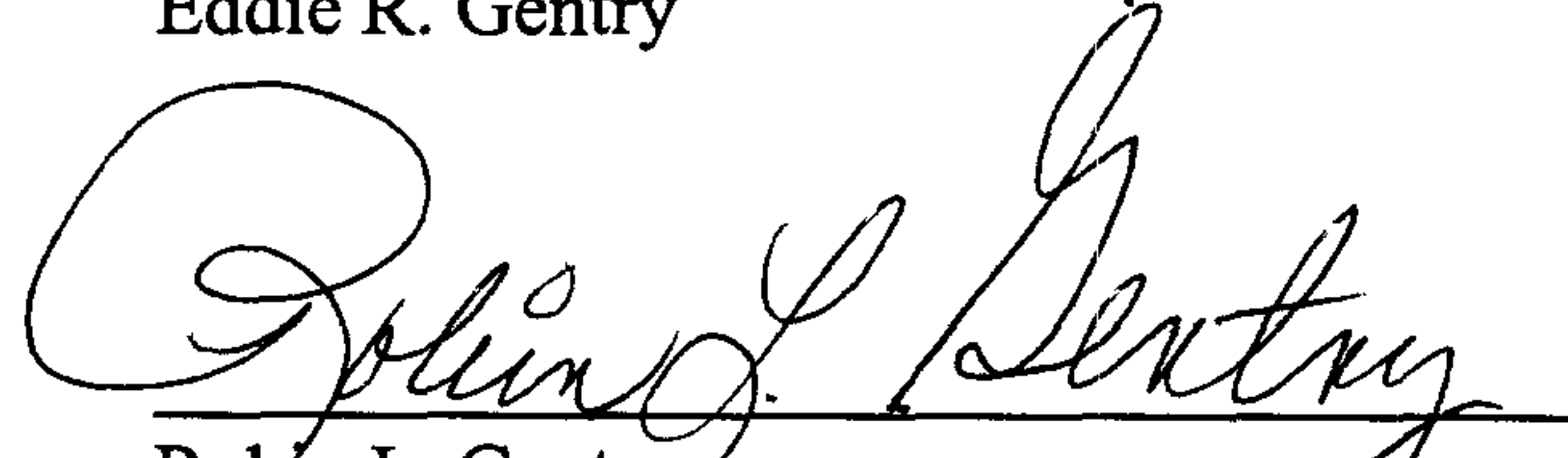
6. The members of the Limited Liability Company shall have the right to admit additional members to the Limited Liability Company upon the unanimous consent of the members of the Limited Liability Company.

7. The Limited Liability Company shall be managed by its members.

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IN WITNESS WHEREOF, the undersigned has affixed his hand and seal on this 2 day
of May, 2003.


Eddie R. Gentry


Robin L. Gentry

This instrument was prepared by:
William R. Justice
P.O. Box 1144
Columbiana, AL 35051