

**THE LIMITED LIABILITY COMPANY
ARTICLES OF ORGANIZATION OF
F & B BUILDERS, LLC**

Pursuant to the Provisions of CODE OF ALABAMA § 10-12-1 *et seq.* (1975), known as the “Alabama Limited Liability Company Act,” the undersigned hereby adopts the following Limited Liability Company Articles of Organization.

ARTICLE I

Name

The name of the limited liability company shall be F & B Builders, LLC (referred to herein as the “Company”).

ARTICLE II

Duration

The Company shall have a perpetual duration from the date of organization until the end of time, 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:

1. To operate, for profit, a business engaged in residential construction and remodeling;
2. To act as agent, representative, or receiver of any person, firm, corporation, or governmental entity or instrumentality in respect to any lawful undertaking or transaction;

3. To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in or with, real, intellectual or personal property, whether tangible or intangible, or any interest therein, wherever situated, and to sell, convey, mortgage, pledge, lease, exchange, transfer and otherwise dispose of real, intellectual or personal property, or any interest therein;
4. To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, corporations, associations, partnerships, limited liability companies, individuals, or direct or indirect obligations of governmental entities or of any instrumentality thereof;
5. To lend money, invest and reinvest its funds, and take and hold real, intellectual and personal property, whether tangible or intangible, as security for the payment of funds so loaned or invested;
6. To indemnify a member, manager, or employee, or former member, manager, or employee of the limited liability company against expenses actually and reasonably incurred in connection with the defense of an action, suit, or proceeding, civil or criminal, in which the member, manager, or employee is made a party by reason of having been a member, manager, or employee of the limited liability company, except in relation to matters as to which the member, manager, or employee is determined in the action, suit, or proceeding to be liable for negligence or misconduct in the performance of duty; to make any other indemnification that is authorized by the articles or organization, the operating agreement, or by a resolution adopted by the members after notice (unless notice is waived); to purchase and maintain insurance on behalf of any person who is or was a member, manager, or employee of the limited liability company against any liability asserted against and incurred by the member, manager, or employee's status as such, whether or not the limited liability company would have the power to indemnify the member, manager, or employee against that liability under the provisions of this subsection;
7. To cease its activities;
8. To have and exercise all powers necessary or convenient to effect any or all of the purposes for which the limited liability company is organized;
9. 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 1020 Hampton Place, Birmingham, AL 35242. The Company's registered agent at such address shall be Howard H. Funkhauser.

ARTICLE V

Initial Members; Organizer

The initial members shall also be the Company's organizers. The names and addresses of the Company's initial members/organizers are:

Howard H. Funkhauser
1020 Hampton Place
Birmingham, AL 35242

Jack E. Bransdorf
3049 Massey Road
Birmingham, AL 35216

ARTICLE VI

Member Management

The company shall be managed by its members. The addition of additional members, absent language indicating otherwise, shall not affect or alter this provision.

ARTICLE VII

Admission of Additional Members

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

ARTICLE VIII

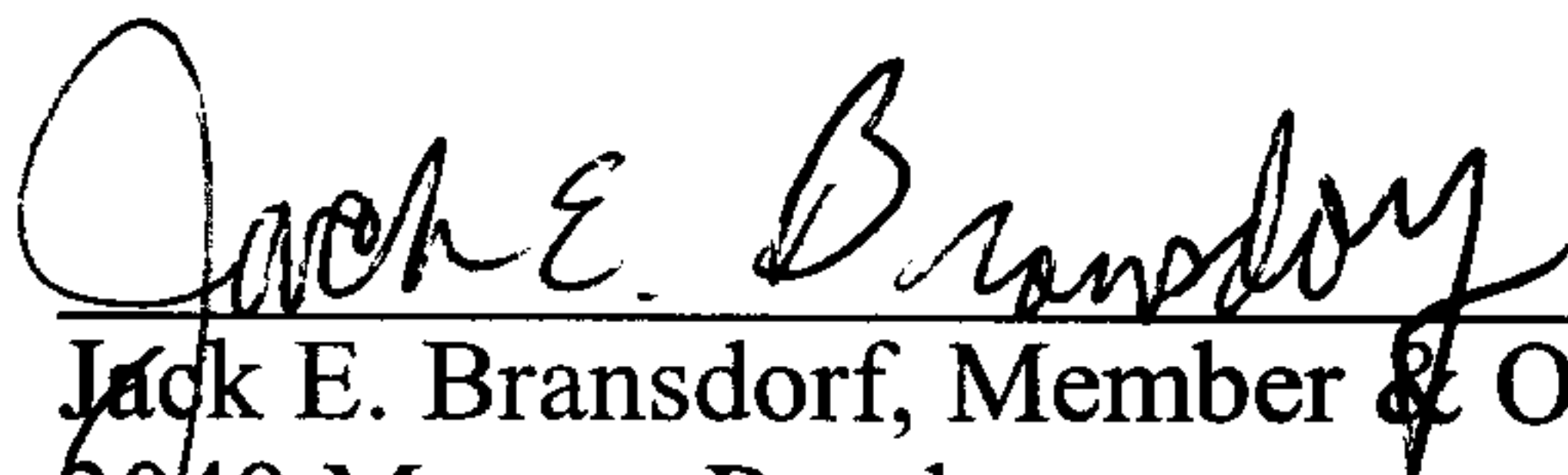
Cessation of Membership

The cessation of membership of a member, in the case there is more than one member of the company, will not result in the dissolution of the Company.

IN WITNESS WHEREOF, these Articles have been subscribed as of the 2nd day of December of 2003 by the undersigned member/organizer, who affirms that the statements made herein are true under the penalties of perjury.



Howard H. Funkhauser, Member & Organizer
1020 Hampton Place
Birmingham, AL 35242



Jack E. Bransdorf, Member & Organizer
3049 Massey Road
Birmingham, AL 35216

DOCUMENT PREPARED BY:

Will J. Parks, III
PAGE LAW FIRM, L.L.C.
1933 Building, Suite 100
1933 Richard Arrington, Jr. Blvd. S.
Birmingham, Alabama 35209-1262
205/939-3900

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