

This Instrument Prepared By:

Robert B. Phillips, II
An Attorney at Law
Baker, Donelson, Bearman, Caldwell & Berkowitz
A Professional Corporation
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203

ARTICLES OF ORGANIZATION
OF
INGRAM HOMES, LLC

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

The undersigned, for the purpose of forming a limited liability company pursuant to the provisions of the Alabama Limited Liability Company Act (the "Act"), Code of Alabama, Section 10-12-1, et seq. (1999), does hereby certify as follows:

1. NAME. The name of the limited liability company (the "Company") is:

Ingram Homes, LLC

2. DURATION. The period of the Company's duration shall be perpetual, provided that the Company shall be dissolved and its affairs shall be wound up upon the occurrence of any event of dissolution specified in Section 10-12-37 of the Act.

3. PURPOSES. The Company has been organized (a) to operate a brokerage and agency for the listing and sale of residential real estate; and (b) to conduct such other activities that are necessary or incidental to the foregoing purposes and approved by its Member(s). Nothing contained herein shall be construed as authorizing the Company to carry on the business of banking or insurance or to act as a trust company, securities broker, securities dealer or investment advisor.

4. INITIAL REGISTERED OFFICE AND AGENT. The location and mailing address of the initial registered office of the Company, and the name of its initial registered agent at such address, are:

Margi J. Ingram
3595 Grandview Parkway
Suite 400
Birmingham, Alabama 35242

5. INITIAL MEMBER. The names and mailing address of the initial Member of the Company are:

Daniel Homes, LLC
3595 Grandview Parkway
Suite 400
Birmingham, Alabama 35242

6. ADDITIONAL MEMBERS. Additional Members shall be admitted to the Company only in accordance with the provisions of the Act.

7. CESSATION OF MEMBERSHIP. The cessation of membership of all Members will result in the dissolution of the Company unless the holders of all the financial rights in the Company agree in writing, within ninety (90) days after the cessation of membership of the last Member, to continue the legal existence and business of the Company and to appoint one or more new Members.

8. MANAGEMENT OF THE COMPANY. The management of the Company shall be vested in its Member(s).

9. INDEMNIFICATION. The Company may indemnify its Members, officers, agents and employees to the maximum extent permitted by law.

10. ORGANIZER. The name and mailing address of the person who is to serve as Organizer of the Company are:

Robert B. Phillips, II, Esq.
420 North 20th Street, Suite 1600
Birmingham, Alabama 35203

11. AMENDMENT. The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law, and all rights conferred herein upon holders of membership interests are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned Organizer of the Company, has executed these Articles of Organization on this the 1st day of January, 2004.



Robert B. Phillips, II