

ARTICLES OF ORGANIZATION
OF
HOMESOUTH BUILDERS, L.L.C.

THESE ARTICLES OF ORGANIZATION are made and entered into by the undersigned on the 10th day of January, 2004 pursuant to the terms and provisions of the Alabama Limited Liability Company Act (the "Act").

ARTICLE ONE

The name of the company shall be **HOMESOUTH BUILDERS, L.L.C.**

ARTICLE TWO

The period of duration of the company shall be perpetual, unless terminated by operation of law, the provisions hereof or the company's operating agreement, if any, or by unanimous vote of the members.

ARTICLE THREE

The company is organized for all lawful purposes, including for the purpose of acquiring, developing, owning and disposing of real estate, and any other business ancillary or incidental thereto.

ARTICLE FOUR

The location and mailing address of the company's initial registered office, and the name of its initial registered agent at such address, are as follows:

Marc David Demeis
3104 Woodbridge Drive
Birmingham Alabama 35242

ARTICLE FIVE

The name and mailing address of the initial member of the company are as follows:

Marc David Demeis
3104 Woodbridge Drive
Birmingham Alabama 35242

ARTICLE SIX

The name and address of the organizer of the company are as follows:

L. H. (Woody) Hamilton, Jr., P.C.
4 Office Park Circle
Suite 201
Birmingham, Alabama 35223

ARTICLE SEVEN

The company may admit additional members but only by vote of all members of the company.

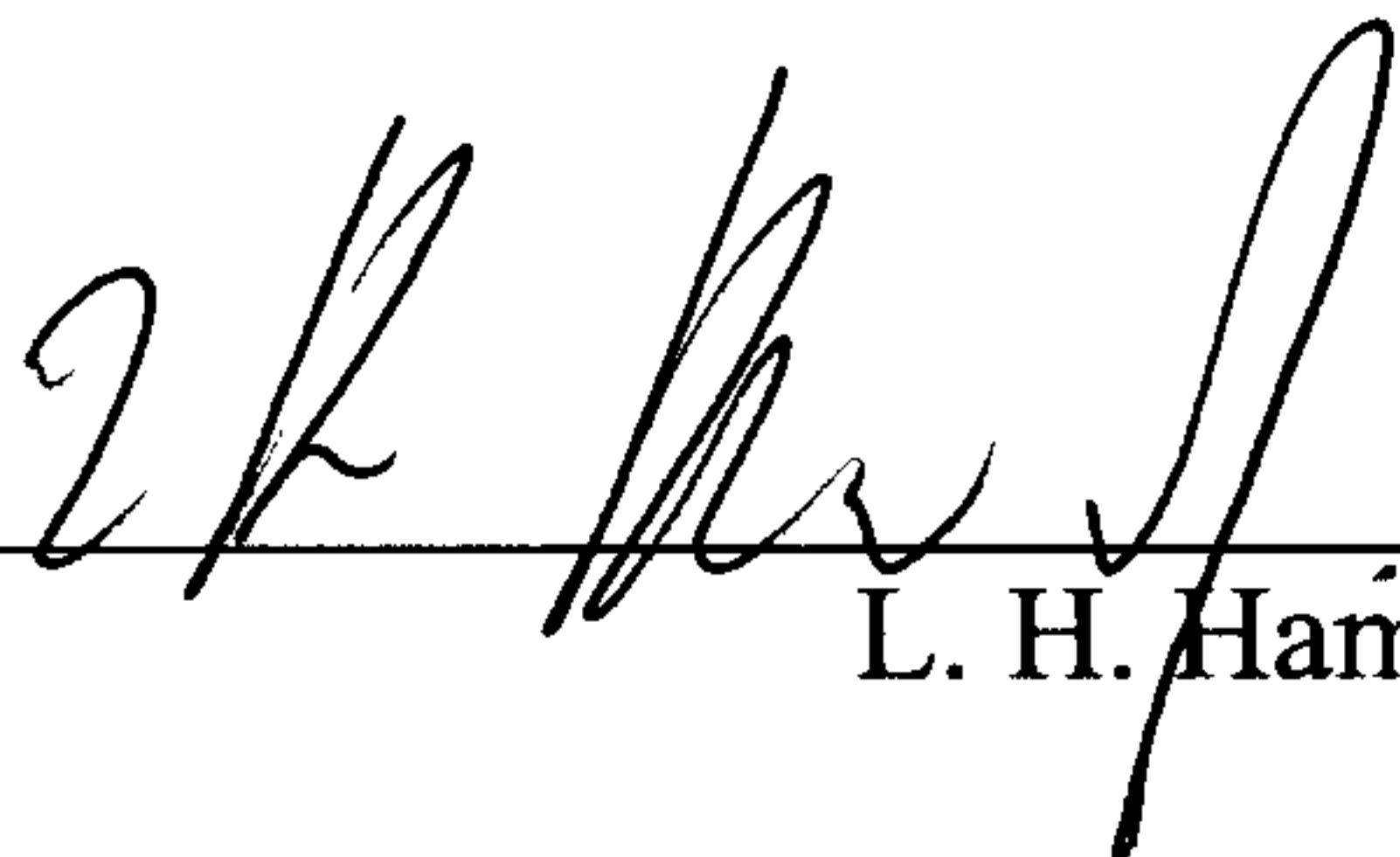
ARTICLE EIGHT

The company shall be managed by its members.

ARTICLE NINE

Any amendment to these Articles of Organization shall require the written vote of all of the members of the company.

IN WITNESS WHEREOF, the undersigned organizer has hereunto set his hand on the date first above written.



L. H. Hamilton, Jr., P.C.

This instrument was prepared by:

L. H. (Woody) Hamilton, Jr., P.C.
4 Office Park Circle
Suite 201
Birmingham, Alabama 35223