

This document drafted by:  
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420 North 20th Street, Suite 1600  
Birmingham, Alabama 35203

ARTICLES OF ORGANIZATION  
OF  
ATKINS FAMILY, LLC

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

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

1. NAME OF COMPANY. The name of the Company is:

"ATKINS FAMILY, LLC"

2. COMPANY OPERATING AGREEMENT. The affairs and business of the Company and the relations of its members are regulated and established under and subject to the terms and conditions of the Operating Agreement of the Company (the "Operating Agreement") executed by and among all of the initial members, as the same may be amended from time to time in accordance with its terms. The Operating Agreement is hereby incorporated by reference as a part of these Articles of Organization. A copy of the Operating Agreement is maintained at the Company's principal office.

3. PERIOD OF DURATION. The period of duration of the Company 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 § 10-12-37 of the Act.

4. COMPANY PURPOSES. The Company has been organized for the purpose of managing capital for the Members and specifically for the purposes set out in the Operating Agreement. The Company may also transact any other lawful business for which a limited liability company may be formed under the Act, but 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.

5. INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT. The location and mailing address of the initial registered office of the Company is:

4020 Greystone Dr.  
Hoover, AL 35242

The name of the Company's initial registered agent at such address is DORAL G. ATKINS.

6. INITIAL MEMBERS. The names and mailing addresses of the initial Class A Members of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
DORAL G. ATKINS	4020 Greystone Dr. Hoover, AL 35242
BRENDA G. ATKINS	4020 Greystone Dr. Hoover, AL 35242
BRENDA G. ATKINS as Trustee of the DORAL G. ATKINS CHILDREN'S TRUST DATED JANUARY 31, 1996 for the benefit of SPENCER G. ATKINS	4020 Greystone Dr. Hoover, AL 35242
BRENDA G. ATKINS as Trustee of the DORAL G. ATKINS CHILDREN'S TRUST DATED JANUARY 31, 1996 for the benefit of TRAVIS G. ATKINS	4020 Greystone Dr. Hoover, AL 35242

7. ADDITIONAL MEMBERS. Any new members shall be admitted to the Company only upon the written consent of all of the Class A Members of the Company.

8. CONTINUATION OF BUSINESS AFTER CESSATION OF MEMBERSHIP. The cessation of membership of one or more members will not result in dissolution of the Company unless there are no remaining members of the Company.

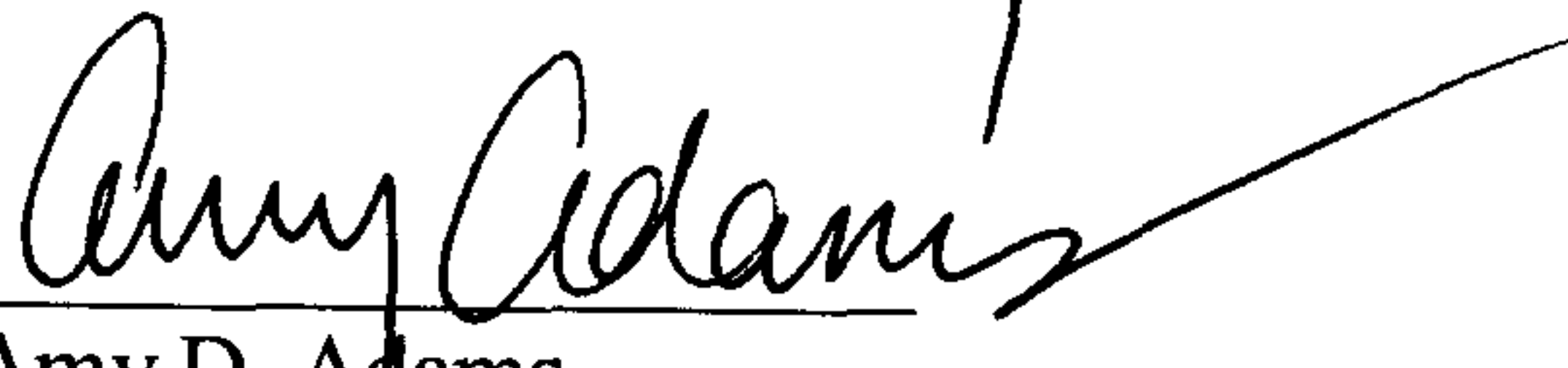
9. MANAGEMENT OF THE COMPANY. The Company is to be manager managed. The name and mailing address of the manager is:

DORAL G. ATKINS  
4020 Greystone Dr.  
Hoover, AL 35242

10. CLASSES OF MEMBERS. The Company shall have Class A Members and Class B Members. The Class A Members shall be entitled to elect, remove, replace and determine the compensation of the Managers. The Class A Members shall also determine who, if anyone, is admitted as an additional or substitute member of the Company.

11. NAME AND ADDRESS OF ORGANIZER. The name and address of the organizer of the Company is Amy D. Adams, Baker, Donelson, Bearman, Caldwell & Berkowitz, 420 N 20<sup>th</sup> Street, Suite 1600, Birmingham, Alabama 35203.

IN WITNESS WHEREOF, the undersigned, acting as the organizer of the Company, has executed these Articles of Organization as of this 17<sup>th</sup> day of February, 2004.

  
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Amy D. Adams